

RICHARD R. COOK

496000027694
Secretary of State

POST OFFICE BOX 1029
DeLAND, FLORIDA 32721

PHONE - FAX
904-734-1110

March 21, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

2000001756142
-03/25/96--01072--007
****122.50 ****122.50

Dear Madam Secretary:

Enclosed are the Articles of Incorporation for:

DATONA DISCOUNT ROOMS AND MEDIA ADVERTISING, Inc.

Enclosed also is my check for \$122.50 covering the filing fees
and cost of a certified copy of the Articles.

Sincerely,

Richard R. Cook
RICHARD R. COOK
Florida Bar # 254134

FILED
96 MAR 25 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

DAYTONA DISCOUNT ROOMS AND
MEDIA ADVERTISING, Inc.

The undersigned subscriber to these Articles of
Incorporation, a natural person competent to contract, hereby
forms a corporation under the laws of the State of Florida.

FILED
MAR 25 PM 2:20
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be DAYTONA DISCOUNT ROOMS
AND MEDIA ADVERTISING, Inc. The principal address is 3280 C-5
South Atlantic Avenue, Daytona Beach, FL 32118.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful
activities or business permitted under the laws of the United
States, the State of Florida or any other state, country,
territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation
is authorized to have outstanding at any one time is 1,000 shares
of common stock having a par value of \$1.00 per share.

The street address of the initial registered office of the
corporation shall be 5500 Ocean Shore Boulevard, #18, Ormond
Beach, FL 32176 and the name of the initial registered agent of
the corporation at that address is JOHN P. McCORMICK.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of

this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISIONS

It is the intent of the incorporator that this corporation will qualify under the Section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S Corporation.

ARTICLE VIII. DIRECTORS

This corporation shall have no directors initially.

ARTICLE IX. OFFICERS

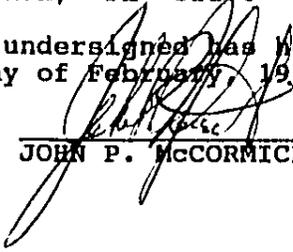
The officers of the corporation shall be elected by the shareholders at the organizational meeting.

ARTICLE X. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

JOHN P. McCORMICK
5500 Ocean Shore Boulevard, #18,
Ormond Beach, FL 32176

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 16th day of February, 1996.

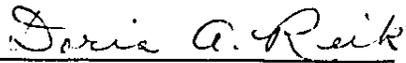


JOHN P. McCORMICK (SEAL)

State of Florida)
County of Volusia)

The foregoing instrument was acknowledged before me this 16th day of February 1996, by JOHN P. McCORMICK who is personally known to me or who produced _____ as identification.

Notary
Title

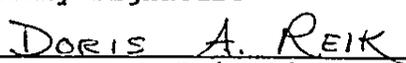


Notary Signature

Serial Number



DORIS A. REIK
My Comm Exp. 5/25/96
Bonded By Service Ins.
No. CC198871



Notary Name Printed
Commission expires:

ACCEPTANCE BY REGISTERED AGENT

I agree as Resident Agent to accept Service of Process; keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.

Resident Agent



John P. McCormick

This instrument prepared by Richard R. Cook, Attorney, P.O. Box 1929, DeLand, FL. 32721. Florida Bar #254134.

FILED
SEP 23 1970
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

RICHARD R. COOK

Attorney at Law

POST OFFICE BOX 1029
DOLAND, FLORIDA 32721

PHONE - FAX
904-734-1110

P96000027694

November 5, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

Dear Madam:

200001999742--6
-11/07/96--01107--011
*****87.50 *****87.50

RE: DAYTONA DISCOUNT ROOMS AND MEDIA ,Inc.

Enclosed are the Articles of Amendment for a name change.
and a check for \$87.50 for filing and for a certified copy of
this name change.

Thanks!

Sincerely,



RICHARD R. COOK
Florida Bar #254134

FILED
96 NOV -7 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 1/4

FILED
96 NOV -7 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

DAYTONA DISCOUNT ROOMS AND MEDIA ADVERTISING, Inc.

Pursuant to Florida Statutes, The Articles of Incorporation of the above named Corporation are hereby amended as follows:

- 1. Article I is hereby Amended to read:
The name of the corporation shall be FLORIDA DISCOUNT ROOMS AND MEDIA ADVERTISING, Inc.
- 2. The foregoing amendment was adopted by written consent of all of the Directors and Shareholders entitled to vote thereon.

IN WITNESS WHEREOF, we, the undersigned have executed these Articles of Amendment, this 1st day of November 1996.



JOHN P. McCORMICK, President



DAROLD SCHONSHECK, Secretary

State of Florida)
County of Volusia)

The foregoing instrument was acknowledged before me this 1st day of November 1996, by JOHN P. McCORMICK and DAROLD SCHONSHECK as President and Secretary respectively of DAYTONA DISCOUNT ROOMS AND MEDIA ADVERTISING, Inc. who are personally known to me, ~~or who have produced~~ as identification. REC

Notary
Title

Serial Number



RICHARD R. COOK
MY COMMISSION # CC48702 EXPIRES
MAY 21, 1999
LLOYD LINDSEY TAPPAN INSURANCE, INC.



Notary Signature

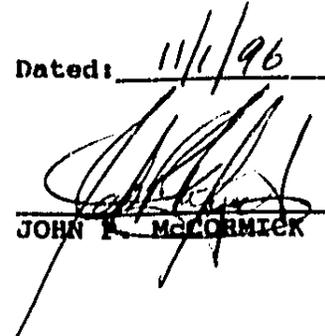
Notary Name Printed
Commission expires:

This instrument prepared by Richard R. Cook, Attorney, P.O. Box 1929, DeLand, FL. 32721.

CONSENT TO NAME CHANGE

The undersigned being the only Directors and Shareholders of DAYTONA DISCOUNT ROOMS AND MEDIA ADVERTISING, Inc. hereby consent to the change of the corporation's name to: FLORIDA DISCOUNT ROOMS AND MEDIA ADVERTISING, Inc.

Dated: 11/1/96



JOHN P. MCCORMICK



DAROLD SCHONSHECK

FILED
96 NOV - 7 PM 1: 15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA