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AUTHORIZATION :

*Patricia P. Pyle*

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ORDER NO. : 068120

CUSTOMER NO: 86723A

CUSTOMER: David L. Foster, Esq  
FOSTER & DAVIS

Post Office Box 2911

St. Petersburg, FL 33731

100001934871

DOMESTIC FILING

NAME: AUPT, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

*JP*  
*8/28/96*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 29 PM 3:35

**ARTICLES OF INCORPORATION  
OF  
AUPT, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 AUG 23 PM 3:35

The undersigned heroby adopts these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, provisions and immunities of a corporation for profit.

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**ARTICLE II - NAME**

The name of the corporation shall be:  
**AUPT, INC.**

**ARTICLE III - DURATION**

The corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

This corporation is organized for the following purposes:  
To own and operate motels, hotels, apartments and other real estate for rental purposes; to rent and lease rooms, apartments and other accommodations to the public; to purchase, or lease, or otherwise acquire any interest in real and personal property of every kind,

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or character; to enter into, make, perform, and carry out contracts of every kind, for any lawful purpose; to sell, or lease, or mortgage, or otherwise dispose of any real or personal property it owns, or any interest therein; and in general, to purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind, and description, and to engage in and transact any and all lawful businesses for which corporations may be incorporated under the laws of the State of Florida, except that it shall not conduct a banking, safe deposit, trust, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.

ARTICLE V - CAPITAL STOCK

The total number of shares authorized to be issued shall be 10,000 shares of common stock with a par value of \$1.00 per share, all of one class, participating voting stock. The consideration for said stock shall be paid for in lawful money of the United States of America, or in property, services, or labor rendered at a just valuation thereof, such valuation to be fixed by the stockholders. All such shares so issued, when the consideration therefore has been paid or delivered, shall be fully paid stock, and it shall not be liable for any further calls or assessments thereon.

ARTICLE VI - PRINCIPAL OFFICE OF CORPORATION

The principal office and mailing address for the Corporation shall be 4990 - 34th Street North, St. Petersburg, Florida 33714.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be 4990 - 34th Street North, St. Petersburg, Florida 33714, and the name of the initial registered agent of the corporation at that address is THAKOR M. PATEL.

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ARTICLE VIII - INCORPORATORS AND INITIAL STOCKHOLDERS

The name and address of the incorporators and initial stockholders of this corporation are:

THAKOR M. PATEL  
4990 - 34th Street North  
St. Petersburg, Florida 33714

AND

PRATIBHALATA T. PATEL  
4990 - 34th Street North  
St. Petersburg, Florida 33714

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially. The number of directors may be either increased or decreased from time to time by the stockholders. The names and addresses of the initial directors of this corporation are:

THAKOR M. PATEL  
4990 - 34th Street North  
St. Petersburg, Florida 33714

AND

PRATIBHALATA T. PATEL  
4990 - 34th Street North  
St. Petersburg, Florida 33714

Said directors shall hold office until their successors are duly elected by the stockholders.

ARTICLE X - INITIAL OFFICERS

The business of this corporation shall be conducted by a President, Secretary and Treasurer, and such other officers as may be elected by the Board of Directors in the manner provided in the by-laws of the corporation. Any person may hold any two or more offices. The names and addresses of the initial officers of this corporation are:

THAKOR M. PATEL - President  
4990 - 34th Street North  
St. Petersburg, Florida 33714

AND

PRATIBHALATA T. PATEL - Secretary and Treasurer  
4990 - 34th Street North  
St. Petersburg, Florida 33714

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ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the stockholders.

ARTICLE XIII. AMENDMENT

These Articles of Incorporation may be amended by the stockholders in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27<sup>th</sup> day of August, 1996.

Thakor M. Patel (SEAL)  
THAKOR M. PATEL

Pratibhalata T. Patel (SEAL)  
PRATIBHALATA T. PATEL  
INCORPORATORS

ACCEPTANCE BY REGISTERED AGENT

I HEREBY CERTIFY that I am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation beginning this 27<sup>th</sup> day of August, 1996.

Thakor M. Patel (SEAL)  
THAKOR M. PATEL

REGISTERED AGENT

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STATE OF FLORIDA )  
COUNTY OF PINELLAS )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared THARON M. PATEL and PRATIBHALATA T. PATEL, who are personally known to me and known to me to be the persons described in and who executed the foregoing ARTICLES OF INCORPORATION, as the Incorporators and THARON M. PATEL, as the Registered Agent of said corporation, who after being by me first duly sworn depose and say that the statements contained in said instrument are true and they acknowledged that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 22<sup>nd</sup> day of August, 1996.

Notary Public: (Signature)  
Name: (Print)  
My Notary Stamp or Seal:  
My Commission Expires :  
My Commission Number :

*[Handwritten Signature]*

