

P970000103/6

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January 27, 1997

140 S. UNIVERSITY DRIVE • SUITE C
PLANTATION, FLORIDA 33324

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-01/29/97--01044--001
****122.50 ****122.50

RE: Articles of Incorporation for The Swoop Inn, Inc.

Gentlemen:

With reference to the above-captioned matter, enclosed please find an original and one copy of Articles of Incorporation together with my check in the amount of \$122.50 representing the various fees involved in order to file the Articles. Kindly forward a stamped copy to the undersigned.

Very truly yours,


LAWRENCE BUNIN

LB/il

Enclosures

FILED
97 JAN 29 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/6/97
JD

CERTIFICATE OF INCORPORATION

OF

THE SWOOP INN, INC.

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby associates themselves together to form a corporation for profit under the laws of the State of Florida; and further does agree to the following conditions of said corporation:

ARTICLE I: NAME AND PRINCIPAL ADDRESS OF BUSINESS

The name of the corporation is:

THE SWOOP INN, INC.

The principal address of the business is:

476 North Williams Avenue, Titusville, FL 32796

ARTICLE II: NATURE OF BUSINESS

This corporation is organized for the following purpose or purposes: to engage in any and all business ventures and transactions allowable under any and all applicable state and federal laws and all things related thereto and for the purpose of transacting any and all lawful business.

ARTICLE III: CAPITAL STOCK

This corporation is authorized to issue a maximum of 100 shares of stock. The shares of stock authorized shall be common stock, having a par value of \$5.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV:

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida shall be: DAVID BUTLER, 476 North Williams Avenue, Titusville, FL 32796.

FILED
97 JAN 29 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V: INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the corporation shall have no less than (1) director at any time. The name and office address of each member of the first Board of Directors as follows:

<u>NAME</u>	<u>ADDRESS</u>
PIERRE FRECHETTE	476 North Williams Avenue Titusville, FL 32796

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the corporation.

ARTICLE VI: INCORPORATOR(S)

The name and post office address of each Incorporator executing these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PIERRE FRECHETTE	476 North Williams Avenue Titusville, FL 32796


ARTICLE VII: AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE VIII: COMMENCEMENT DATE

Corporate existence will commence on date the Articles of Incorporation are filed with the Secretary of State, State of Florida.

THE UNDERSIGNED Incorporator for the purposes of forming a corporation to do business within the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein contained are stated true.


PIERRE FRECHETTE

(SEAL)

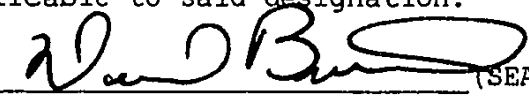
CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF
PROCESS

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates DAVID BUTLER, whose address is 476 North Williams Avenue, Titusville, FL 32796 as its Registered Agent to accept service of process with the State.


PIERRE FRECHETTE

(SEAL)

THE UNDERSIGNED hereby accepts the foregoing designation as Registered Agent for service of process with the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

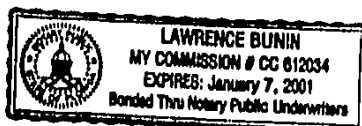

DAVID BUTLER

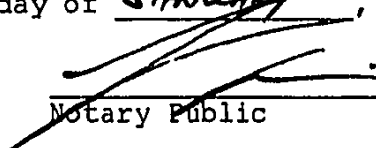
(SEAL)

STATE OF FLORIDA :
COUNTY OF BREVARD ^{SS} :

BE IT REMEMBERED that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID BUTLER who is known to me to be the person described as Incorporator in the foregoing Articles of Incorporation and acknowledged before me that he executed said Articles of Incorporation.

WITNESS MY HAND and official seal
at TITUSVILLE, said County and State
aforementioned, this 21st day of JANUARY, 1997.




Notary Public