

P97000027161

March 19, 1997

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

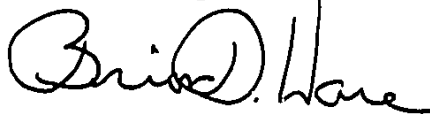
900002120369--1
-03/21/97--01047--010
*****70.00 *****70.00

SUBJECT: Articles of Incorporation of Hospitality Marketing
Systems, Inc.

Dear Division of Corporations:

Enclosed is an original and one (1) copy of the articles of
incorporation and the registered agent's acceptance
statement. I have enclosed a check for \$70.00, covering the
articles and registered agent's acceptance filing fees.

FROM: Brion Ware
475 Central Avenue, Suite M7
St Petersburg, FL 33701
(813) 468-1312



Enclosures

FILED
DIVISION OF STATE
CORPORATIONS
97 MAR 21 PM 12:51

JP 3/26/97

**ARTICLES OF INCORPORATION
OF
HOSPITALITY MARKETING SYSTEMS, INC.**

FILED
STATE
CORPORATIONS
97 MAR 21 PM 12:51

ARTICLE I: NAME

The name of the corporation shall be Hospitality Marketing Systems, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 475 Central Avenue, Suite M7, St. Petersburg, Florida 33701.

ARTICLE III: SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is one hundred (100).

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of this corporation's initial registered agent is:

Brion D. Ware, 475 Central Avenue, Suite M7, St. Petersburg, Florida 33701.

ARTICLE V: INCORPORATOR

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

Brion D. Ware, 1508 Seagull Drive, Unit 307, Palm Harbor, Florida 34685

The undersigned incorporator has executed these Articles of Incorporation this 19th day of March, 1997



Brion D. Ware, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

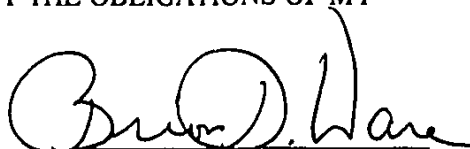
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 21 PM 12:51

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Hospitality Marketing Systems, Inc.
2. The name and address of the registered agent is:

Brion D. Ware
475 Central Avenue, Suite M7
St. Petersburg, Florida 33701

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Brion D. Ware
Date: March 19, 1997