

P97000084132

STEWART C. EGGERT
GARY M. WITTERS
JOSEPH G. HEYCK, JR.
MICHAEL N. BROWN
MARIAN P. McCULLOCH †
ROBERT A. MORA
BENJAMIN G. MORRIS
A. CHRISTOPHER KASTEN, II
RICHARD A. HARRISON
JAMES S. EGGERT
STEVEN F. THOMPSON
M. DAVID LINTON

RALPH C. DELL, OF COUNSEL

† BOARD CERTIFIED, MARITAL
& FAMILY LAW

Law Offices

ALLEN, DELL, FRANK & TRINKLE, P.A.

SUITE 1240, THE BARNETT PLAZA
101 EAST KENNEDY BOULEVARD
POST OFFICE BOX 2117
TAMPA, FLORIDA 33601
(813) 223-5351

LEROY ALLEN (1902-1975)

L. ROBERT FRANK (1924-1989)

JOHN R. TRINKLE, JR. (1928-1991)

AUTOMATIC TELECOPIER
(813) 229-6682

September 24, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
1229.000

900002304959--7
-09/26/97--01083--018
*****122.50 *****122.50

RE: APPLE ACCOMMODATIONS, INC.

Dear Sir or Madame:

Enclosed please find our firm check in the amount of \$122.50 representing the filing fee for the enclosed Articles of Incorporation for the above-referenced corporation. We have enclosed a copy of the Articles to be certified and returned to us.

If you have any questions or desire any additional information please advise me.

Very truly yours,

ALLEN, DELL, FRANK & TRINKLE, P.A.


Benjamin G. Morris, Esquire

EFFECTIVE DATE
09-25-97

BGM/ep
Enclosures

J. Medeau SEP 29 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 SEP 26 PM 2:27

FILED

ARTICLES OF INCORPORATION

OF

APPLE ACCOMMODATIONS, INC.

EFFECTIVE DATE

09-25-97

The undersigned, acting as Incorporator of APPLE ACCOMMODATIONS, INC., under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME:

The name of the corporation is:

APPLE ACCOMMODATIONS, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE:

This corporation shall have perpetual existence, commencing on September 25, 1997.

ARTICLE III. PURPOSE:

The general purpose or purposes for which the corporation is organized are as follows:

- (a) to engage in the business of leasing and sub-leasing dwelling and office space;
- (b) business consulting; and
- (c) to transact any and all other lawful business for which a business may be incorporated under the Florida General Corporation Act.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is

FILED
97 SEP 26 PM 2:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

authorized to have outstanding at any one time is 1,000,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or service actually performed for the corporation with a value, in the judgment of the Directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office and the principal office of the corporation is 4202 Winding Willow Drive, Tampa, Florida 33624, and the name of the corporation's initial registered agent at that address is GARY J. GIBSON.

ARTICLE VI. INITIAL BOARD OF DIRECTORS:

The corporation shall have two initial directors. The number of Directors may be either increased or diminished from time to time, as provided in the Bylaws, but shall never be less than one. The name and address of the director is:

CARI M. GIBSON	4202 Winding Willow Drive Tampa, Florida 33624
GARY J. GIBSON	4202 Winding Willow Drive Tampa, Florida 33624

ARTICLE VII. INCORPORATOR:

The name and address of the incorporator is:

GARY J. GIBSON 4202 Winding Willow Drive
Tampa, Florida 33624

ARTICLE VIII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation's existence or until their successors are duly elected are:

GARY J. GIBSON - President
CARI M. GIBSON - Secretary & Treasurer

ARTICLE IX PREEMPTIVE RIGHTS:

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rate portion of:

(1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed by or any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or lease thereof; or

(2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE X. BYLAWS:

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and Shareholders, except that the Board of Directors may not amend or repeal any Bylaw adopted by Shareholders if the Shareholders specifically provide such Bylaw is not subject to amendment or repeal by the Directors.

ARTICLE XI. AMENDMENTS:

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on Shareholders herein are granted subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the

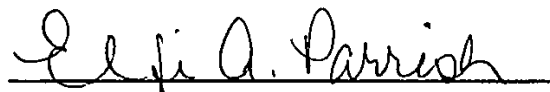
Shareholders, and approved at a Shareholders meeting by the holders of a majority of the shares entitled to vote thereon or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of September, 1997.

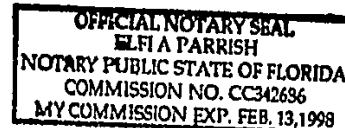

GARY J. GIBSON

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 25th day of September, 1997 by GARY J. GIBSON, who is personally known to me or who has produced Florida Drivers License as identification.


Signature of Notary Public

Notary Public's Name Printed
State of Florida at Large
My Commission Expires:



ACCEPTANCE

I hereby accept to act as initial Registered Agent for **APPLE ACCOMMODATIONS, INC.** as stated in these Articles of Incorporation.


GARY J. GIBSON

(SEAL)

EFFECTIVE DATE

09-25-97