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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

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NAME: FIVE STAR FREEM, INC.

AUDIT NUMBER.....H98000010833

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 10, 1998

EMPIRE

SUBJECT: FIVE STAR DREAM, INC.  
REF: W98000013373

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THE FAX AUDIT NUMBERS ON EACH PAGE MUST BE CONSISTENT ON BOTH TOP AND BOTTOM OF THE PAGE. ALSO, PLEASE CLARIFY HOW THE VICE PRESIDENT & SECRETARY SPELLS HER FIRST NAME. IT IS NOT THE SAME EVERYWHERE.

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Tracy Augsburg  
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ARTICLES OF INCORPORATION  
OF  
FIVE STAR DREAM, INC.  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

ARTICLE I

The name of the corporation is FIVE STAR DREAM, INC.  
6910 NORTH WEST 28 STREET MARGATE, FL 33311

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting  
any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of  
ONE DOLLAR (\$1.00) par value stock, which shall be  
designated as "COMMON STOCK".

ARTICLE IV - 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/she already holds, shall have the right to  
purchase his/her prorata share thereof (as nearly as may be  
done without issuance of fractional shares) at the price at  
which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this  
corporation is 7447 NORTH WEST 57 STREET TAMARAC, FLORIDA  
33319, and the name of the initial registered agent of this  
corporation at this address is CARL S. PITTER

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO director(s) initially. The  
number of directors may be either increased or diminished  
from time to time by the By-Laws but shall never be less  
than one. The name and address of the initial director(s)  
of this corporation is/are:

ROBERT MORDEN  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

SUZELY ESTIME  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

CARL S. PITTER  
SMALL BUSINESS  
ACCOUNTING & TAXES, INC.  
7447 N.W. 57th STREET  
TAMARAC, FL 33319

(954) 726-0010

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ARTICLES VII - OFFICERS

The name and address of the initial officers of the corporation are:

**PRESIDENT:**

ROBERT MORDEN  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

**VICE PRESIDENT:**

SUZELY ESTIME  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

**TREASURER:**

ROBERT MORDEN  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

**SECRETARY:**

SUZLY ESTIME  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

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**ARTICLE VIII - INCORPORATOR**

The name and address of the person signing these ARTICLES is:

ROBERT MORDEN  
6910 NORTH WEST 28 STREET  
MARGATE, FLORIDA 33063

IN WITNESSS THEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION on the 5TH day of JUNE, 1998

x Robert J. Morden

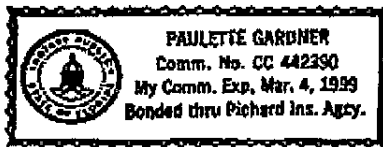
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(STATE OF FLORIDA  
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County setforth above, personally appeared ROBERT MORDEN, known to me and known by me to be the person who executed the foregoing ARTICLES OF INCORPORATION, and he/she acknowledged before me that he/she executed those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5TH day of JUNE, 1998.



Paulette Gardner  
NOTARY PUBLIC STATE OF FLORIDA

**ACCEPTANCE OF RESIDENT AGENT**

Having been named to accept service of process for the abovestated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Carl S. Pitter  
RESIDENT AGENT: CARL S. PITTER

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