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March 25, 1996

Sandra Mortham
Secretary of State
Division of Corporations
PO BOX 6327
Tallahassee, Florida, 32314

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-06/22/98--01081--002
*****78.75 *****78.75

TO WHOM IT MAY CONCERN:

Enclosed please find one copy and an original of the articles of incorporation and a check for \$78.75 for filing fee and certificate.

PALM ENTERPRISES, INC.

a for profit Florida Corporation, engaged in the business of motel, hotel and innkeeping.

Officers will include, but not be limited to: JOSEPH GRAZIANO AND CAROLE C. GRAZIANO

If further information is needed, please contact me at: 408 NORTH MARION STREET, LAKE CITY, FL. 32055, (904) 758-8745

FILED
98 JUL -8 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely,

Carole C. Graziano

Carole C. Graziano

F. CHESSEY JUL 9 1998

~~W98-14458~~
~~2557~~
conflict
F22130



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 24, 1998

JOSEPH GRAZIANO
408 N MARION STREET
LAKE CITY, FL 32055

SUBJECT: PALM ENTERPRISES, INC.
Ref. Number: W98000014458

FILED
98 JUL -8 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for PALM ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 398A00034654

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

FILED
98 JUL -8 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be: **SHADY PALM ENTERPRISES, INC.**

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2969 COUNTY ROAD 136,
WHITE SPRINGS, FLORIDA 32096

ARTICLE III – SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 SHARES, ALL OF ONE CLASS
VALUE \$50 per share

ARTICLE IV – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CAROLE C. GRAZIANO
408 NORTH MARION STREET
LAKE CITY, FLORIDA 32055

ARTICLE V – INCORPORATOR

SHADY PALM ENTERPRISES, INC.

The street address of the corporation's initial registered office and the name of its initial registered agent at that office are as follows:

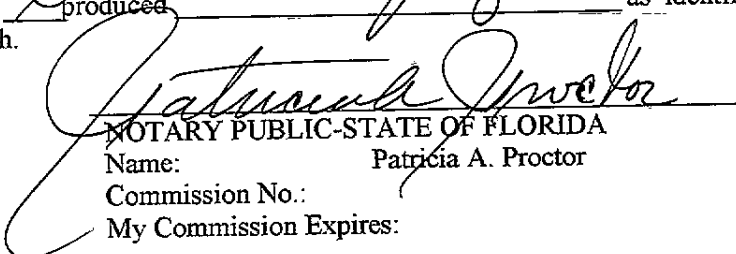
Carole Graziano, Registered Agent
408 North Marion Street
Lake City, Florida 32055

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


CAROLE GRAZIANO

**STATE OF FLORIDA
COUNTY OF COLUMBIA**

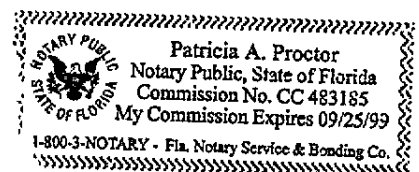
Acknowledged before me on July 3, 1998 by Carole Graziano, who is personally known to me and who did take an oath. produced as identification,


NOTARY PUBLIC-STATE OF FLORIDA

Name: Patricia A. Proctor

Commission No.:

My Commission Expires:



The names and address of the Incorporator(s) signing these Articles of Incorporation are:

Joseph Graziano 408 North Marion Street, Lake City, FL
Joseph Graziano, President

Carole Graziano
Carole Graziano, Sec.- Treas.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 3rd day of July, 1998.

Joseph Graziano
Incorporator

Carole Graziano
Incorporator

FILED
98 JUL -8 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLUMBIA

On July 3rd, 1998 before
me, (NOTARY) Personally appeared, Carole Joseph Graziano
who is personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.
WITNESS my hand and official seal.

Signature Patricia A. Proctor Affiant P Known Produced ID
Signature of Notary Type of ID

