

P980000069130

August 3, 1998

Secretary of State
Division of Corporations
Charter Section
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Hotel Management Consultants, Inc.
Articles of Incorporation
(Name availability OK per tele.
Monday, August 3, 1998, per Carol)

To Whom It May Concern:

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-08/04/98--01052--019
****122.50 ****122.50

Enclosed please find articles of incorporation, a check in the amount of \$122.50,
and a Federal Express envelope.

After approval, please return a copy to me in the enclosed Federal Express
envelope.

If you have any questions, please contact me at, area code 941-366-7781. Thank
you for your attention to this request.

Sincerely,

Don Bodin
Don Bodin

DB/leb

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-7-98
MM

ARTICLES OF INCORPORATION
OF

HOTEL MANAGEMENT CONSULTANTS, INC.

I, THE UNDERSIGNED natural person of the age of twenty-one (21) years or more and a citizen of Florida, acting as incorporator of a corporation under the Florida State Laws for Corporations, do hereby adopt the following articles of incorporation for such corporation:

ARTICLE ONE

The name of the corporation is
HOTEL MANAGEMENT CONSULTANTS, INC.

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is to transact any or all lawful business for which corporation may be incorporated.

ARTICLE FOUR

The aggregate number of shares that the corporation shall have authority to issue is One Thousand (1,000). Such shares shall be divided into 1,000 shares of common stock, which shares shall have a par value of One Dollar (\$1.00).

ARTICLE FIVE

The shareholders of the corporation hereby delegate to the Board of Directors power to; adopt, alter, amend, to repeal the by-laws of the corporation; the power shall be exclusively in the Board of Directors and shall not be exercised by the shareholders.

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ARTICLE SIX

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand Dollars (\$1,000) consisting of; money, labor done, or property actually received, which sum is not less than One Thousand Dollars (\$1,000).

ARTICLE SEVEN

The mailing address of its principal/registered office is 1290 N. Palm Avenue, Sarasota, Florida 34236 and the name of the initial registered agent at such address is Don J. Bodin.

ARTICLE EIGHT

The number of directors constituting the initial Board of Directors is one (1) and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and qualifies is as follows:

NAME	ADDRESS
Don J. Bodin	1290 N. Palm Avenue Sarasota, Florida 34236

ARTICLE NINE

The name and address of the incorporator is as follows:

NAME	ADDRESS
Don J. Bodin	1290 N. Palm Avenue Sarasota, Florida 34236

ARTICLE TEN

No shareholder shall have pre-emptive rights to acquire any additional unissued treasury shares of the corporation now or hereafter authorized or held.

ARTICLE ELEVEN

No shareholder shall have the right to cumulate his votes for any reason whatsoever.

ARTICLE TWELVE

Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the board of directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action if the fact of such interest shall be disclosed or known to the board of directors and the board of directors shall, nevertheless, authorize, approve and ratify such contract or transaction by vote of a majority of directors present, such interested director or directors to be counted in determining whether a quorum is present. This Article shall not be construed to invalidate any contract or transaction which would otherwise be valid under the common or statutory law applicable thereto.

IN WITNESS WHEREOF, I have executed these
articles of incorporation in duplicate on the
3rd day of August, 1998

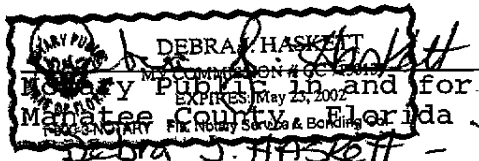
I here by am familiar with and accept the
duties and responsibilities as registered agent for
said corporation.

Don J. Bodin

Don J. Bodin
INCORPORATOR/REGISTERED AGENT

THE STATE OF FLORIDA X
X
COUNTY OF MANATEE X

BEFORE ME, a Notary Public in and for said
County and State, on this 3 day of
August, 1998 personally appeared before me
DON J. BODIN who being by me first duly sworn,
declared that he is the person who signed the
foregoing document as incorporator, and that the
statements contained therein are true.



Don J. Bodin is personally
Known to me

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