

P98000096268

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

medley motel, inc.

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DIVISION OF CORPORATION

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Signature _____

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Name _____

Date _____

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Walk-In _____

Will Pick Up _____

- Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

EFFECTIVE DATE
11-13-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 16 PM 1:21

R. Purinton NOV 16 1998

ARTICLES OF INCORPORATION
OF
MEDLEY MOTEL, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Medley Motel, Inc.

ARTICLE II
NATURE OF BUSINESS

EFFECTIVE DATE
11-13-98

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as voting common stock. The maximum number of shares of common stock, which the corporation is authorized to have outstanding is 500 shares of a par value of \$1.00 per share. Holders of common stock are entitled to one vote per share and there shall be no cumulative voting. Holders of all common stock classes, shall not have preemptive rights to subscribe to the corporation's securities.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall not be less than \$500.00.

ARTICLE V
BEGINNING OF CORPORATE EXISTENCE

The date when the corporate existence of this corporation commences shall be November 13, 1998. The time of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE VI
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII
ADDRESS

The initial street address of the principal office of this corporation is:

711 West 16th Street
Hialeah, Florida 33010

ARTICLE VIII
DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders.

ARTICLE IX
INITIAL DIRECTORS

The name and address of the initial director of the corporation is:

Yoram Izhak
711 West 16th Street
Hialeah, Florida 33010

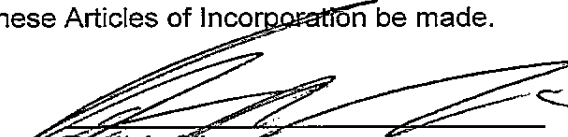
ARTICLE X
THE NAME AND ADDRESS OF THE SUBSCRIBER
TO THESE ARTICLES OF INCORPORATION

Scott A. Silver
Silver & Garvett, P.A.
1110 Brickell Avenue
Penthouse One
Miami, Florida 33131

ARTICLE XI
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a shareholders' meeting by the majority of the stock entitled to vote thereon,

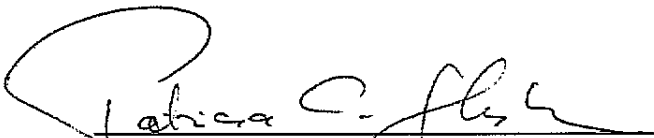
unless all of the directors and all of the stockholders sign a written agreement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


Scott A. Silver


STATE OF FLORIDA)
)SS:
COUNTY OF MIAMI DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County above-named to take acknowledgements, personally appeared Scott A. Silver, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he/she acknowledge before me that he/she subscribed to those Articles of Incorporation.

WITNESS, my official seal in the County and State aforesaid, this 13th day of November, 1998.


Notary Public State of Florida
at Large

My commission expires:

 Patricia C Glasheen
My Commission CC699888
Expires December 2, 2001

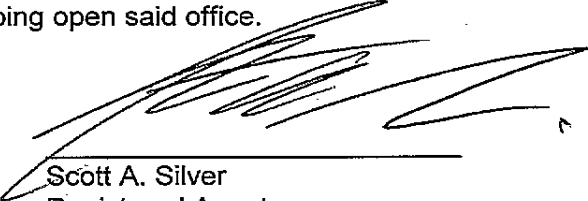
**CERTIFICATE OF RESIDENT AGENT
OF
MEDLEY MOTEL, INC.**

Pursuant to Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act.

That Medley Motel, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, designates Scott A. Silver, whose address is 1110 Brickell Avenue, Penthouse One, Miami, Florida 33131, as its registered agent to accept service of process within this State.

ACKNOWLEDGEMENT

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



Scott A. Silver
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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