

P9900006397

January 15, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/19/99--01059--016
*****70.00 *****70.00

Re: New Corporation

Dear Incorporation Processor:

Please find enclosed executed Articles of Incorporation for THE FLORIDA COMPANIES PARTNERSHIP, INC. and a check in the amount of \$70.00 for the filing fee. Please note that we checked with the Name Availability section concerning the name and were told by a Supervisor that it was acceptable.

We understand that the processing will take up to 5 days after receipt of this filing. If it can be done any quicker, given the work schedule of the department, it would be most appreciated. Thank you for your assistance.

Sincerely,



Michael Kelley
President

Enclosures

THANKS FOR EXPEDITING!
Mike

99 JAN 19 AM 11:04
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1-22-99
5

ARTICLES OF INCORPORATION

OF

THE FLORIDA COMPANIES PARTNERSHIP, INC.

FILED
99 JAN 19 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FIRST

The name of this corporation is The Florida Companies Partnership, Inc.

SECOND

The period of duration of the corporation is perpetual.

THIRD

The purpose or purposes for which the corporation is organized are to provide tourism and marketing services, to engage in any activity or business permitted under the laws of the United States and of this state, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporate laws or by other law, or by these articles of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

FOURTH

Authorized Shares

Number. The aggregate number of shares of stock that the corporation shall have the authority to issue is 1,900,000 shares, of Capital Stock at a value of \$1.00 per share.

Initial issue. 1,368,000 shares of the Capital Stock of the corporation shall be issued for cash at a value of \$1.00 per share.

Stated Capital. The sum of the value of all shares of Capital Stock of the corporation that have been issued shall be stated capital of the corporation at any particular time.

No Classes of Stock. The shares of the corporation are not to be divided into classes.

No Shares in Series. The corporation is not authorized to issue shares in series.

FIFTH

This initial street address in Florida of the initial registered office of the corporation is 1250 S. Highway 17-92, Suite 110, Longwood, FL 32750, and the name of the initial registered agent at such address is MICHAEL KELLEY.

SIXTH

The initial Board of Directors shall consist of One member, who need not be a resident of the State of Florida or a shareholder of the corporation.

SEVENTH

The name and address of the person who shall serve as Director until the first annual meeting of shareholders, or until their successor(s) shall have been elected and qualified is as follows:

<u>Name</u>	<u>Address</u>
<u>MICHAEL KELLEY</u>	1250 S. Highway 17-92 Suite 110 Longwood, Florida 32750

EIGHTH

The name and address of the initial incorporator is as follows:

<u>Name</u>	<u>Address</u>
MICHAEL KELLEY	1250 S. Highway 17-92 Suite 110 Longwood, Florida 32750

NINTH

An affirmative vote of all of the shares of the shares of the corporation shall be required for any shareholder action.

TENTH

The shareholder(s) shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a Stockholder's meeting, with not less than a unanimous vote of the common stock.

ELEVENTH

The holder(s) of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

TWELFTH

The address of the principal office is 1250 S. Highway 17-92, Suite 110, Longwood, Florida 32750.

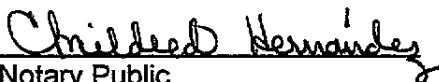
IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed to these Articles of Incorporation in Longwood, Florida, on the 15th day of January, 1999.


MICHAEL KELLEY (SEAL)

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared MICHAEL KELLEY who has produced DL # K-400-545-51-225-0 as identification and who has sworn to be the person described in and who executed the foregoing Articles of Incorporation as subscriber to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this the 16 day of January, 1999.


Notary Public
My Commission Expires:



MILDRED HERNANDEZ
My Commission CC537224
Expires Mar. 04, 2000

**CERTIFICATION OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/Registered Agent, in the State of Florida.

1. The name of the Corporation is: The Florida Companies Partnership, Inc.
2. The name and address of the Registered Agent and office is:

Michael Kelley, 1250 S. Highway 17-92, Suite 110, Longwood, FL 32750

Having been named as Registered Agent and to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as Registered Agent.


_____(SEAL)
Registered Agent

1/16/99
Date

FILED
99 JAN 19 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA