



THE UNITED STATES  
CORPORATION  
COMPANY

P9900032907

FILED

99 APR -9 AM 10:16

ACCOUNT NO. : 072100000032

REFERENCE : 200595 7165353

AUTHORIZATION :

COST LIMIT : \$ PPD

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : April 9, 1999

ORDER TIME : 3:04 PM

ORDER NO. : 200595-005

CUSTOMER NO: 7165353

CUSTOMER: Mr. Gary F. Livigne  
THE BUSINESS SUPERSTORE, INC.  
THE BUSINESS SUPERSTORE, INC.  
Suite 205  
4360 North Lake Boulevard  
West Palm Beach, FL 33410

500002835385--7

-04/12/99--01002--027

\*\*\*\*\*78.75 \*\*\*\*\*78.75

DOMESTIC FILING

NAME: HOTELPLAN NORTH AMERICA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

RECEIVED  
99 APR -9 PM 4:13

PH 4/12/99 ✓

FILED  
99 APR -9 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES of INCORPORATION**  
**OF**  
**HOTELPLAN NORTH AMERICA, INC.**

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**HOTELPLAN NORTH AMERICA, INC.**

The principal place of business of this corporation shall be 1990 Northeast 163<sup>rd</sup> Street, Suite 110 N Miami Beach, Florida 33162; and the mailing address shall be the same.

**ARTICLE II. NATURE of BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$ 1.00 par value per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be 1990 Northeast 163<sup>rd</sup> Street, Suite 110 N Miami Beach, Florida 33162; and the initial registered agent of the corporation is Herbert Mueller.

#### ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:

Herbert Mueller, Director  
1990 Northeast 163<sup>rd</sup> Street  
N Miami Beach, Florida 33162

LeeAnne Mueller, Director  
1990 Northeast 163<sup>rd</sup> Street  
N Miami Beach, Florida 33162

#### ARTICLE VII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

Herbert Mueller, President  
1990 Northeast 163<sup>rd</sup> Street  
N Miami Beach, Florida 33162

LeeAnne Mueller, Vice President  
1990 Northeast 163<sup>rd</sup> Street  
N Miami Beach, Florida 33162

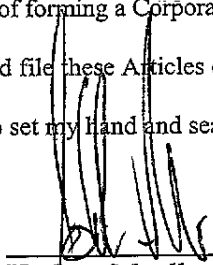
#### ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

#### ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 2nd day of April, 1999.

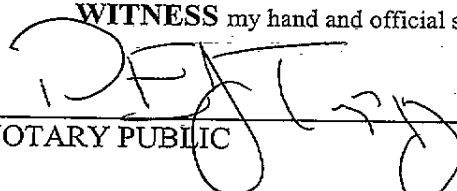
  
Herbert Mueller, President

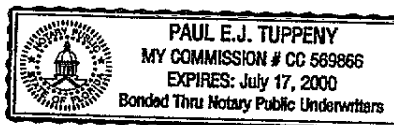
  
LeeAnne Mueller, V. President

STATE OF FLORIDA  
COUNTY OF DADE

**I HEREBY CERTIFY** that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Herbert & LeeAnne Mueller Incorporators to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

**WITNESS** my hand and official seal in the County and State named above this 2nd day of April, 1999.

  
NOTARY PUBLIC



**ACCEPTANCE of REGISTERED AGENT DESIGNATED**

**IN ARTICLES of INCORPORATION**

**I HEREBY ACCEPT** the appointment as the initial registered agent of HOTELPLAN NORTH AMERICA, INC. made in the foregoing Articles of Incorporation.

  
Herbert Mueller, President

  
DATE

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA