



THE UNITED STATES
CORPORATION
COMPANY

P9900006/449

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 301901 81451A

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pigott

ORDER DATE : July 9, 1999

ORDER TIME : 11:28 AM

ORDER NO. : 301901-005

400002927634--8

CUSTOMER NO: 81451A

CUSTOMER: Ms. Gail Heinold
PRICE & DONOGHUE
PRICE & DONOGHUE
Suite 201
595 Main Street
Dunedin, FL 34698

DOMESTIC FILING

NAME: MERANOVA GUEST INN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

PH 7/9/99

RECEIVED

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MERANOVA GUEST INN, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is **MERANOVA GUEST INN, INC.**

ARTICLE II. ADDRESS

The location address and mailing address of the corporation shall be **458 Virginia Lane, Dunedin, FL 34698** which is the same as that of the registered agent.

ARTICLE III. DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue **1000** shares of common stock, having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is **458 VIRGINIA LANE, DUNEDIN, FL 34698**, and the name of the initial registered agent of this corporation at that address is **FRANK BAIAMONTE**

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

**FRANK BAIAMONTE
458 VIRGINIA LANE
DUNEDIN, FL 34698**

**DAVID P ROY
458 VIRGINIA LANE
DUNEDIN, FL 34698**

ARTICLE VIII. INCORPORATOR

The name and address of the person signing these Articles is:

**FRANK BAIAMONTE
458 VIRGINIA LANE
DUNEDIN, FL 34698**

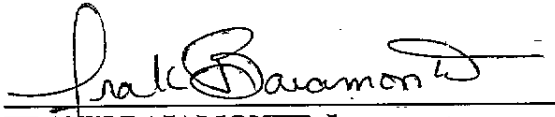
ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

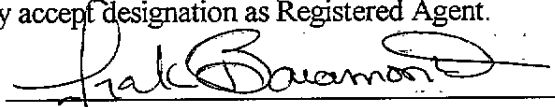
ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 7 day of July - 1999.


FRANK BAIAMONTE, Incorporator

Acknowledgment of Registered Agent, I hereby accept designation as Registered Agent.

By: 
FRANK BAIAMONTE
Registered Agent


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF PINELLAS)

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared **FRANK BAIAMONTE**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of July 1999.

GAIL HEINOLD
Notary Public, State of Florida
My comm. exp. Jan. 7, 2003
Comm. No. CC800712


Notary Public
State of Florida at Large