

Unlimited Hospitality Resources, Inc.

397 N. Spaulding Cove
Heathrow, FL 32746

Tel: 407-804-0075

Fax: 407-804-0558

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August 18, 1999

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Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Filing Corporations

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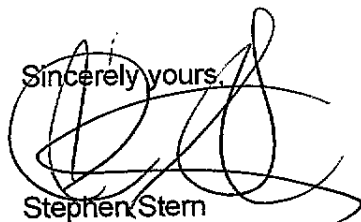
To Whom It May Concern:

Please file the enclosed for corporate status.

Thank you.

Sincerely yours,

Stephen Stern



FILED

99 AUG 23 PM 6:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K. Rolfe AUG 25 1999

ARTICLES OF INCORPORATION

OF

Unlimited Hospitality Resources Inc

The undersigned, for the purposes of forming a corporation under the provisions of the statutes of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is:

Unlimited Hospitality Resources, Inc.

The principal address of the corporation shall be:

**397 N. Spaulding Cove
Heathrow, Fl 32746**

ARTICLE II

DURATION

The corporation shall have a perpetual existence

ARTICLE III

PURPOSE

This corporation is organized to:

To transact any and all business for which corporations may be incorporated under the Florida General Corporation Act

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 1,000,000 shares of stock having a par value of \$0.0001 per share. All shares of stock shall be designated common shares. The stock may be issued in fractionated shares and may be in whole or in part canceled and reissued at any time in compliance with the By-laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provide and approve, whether in cash, services or property.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

DIVIDENDS

The holders of common stock of the corporation shall be entitled to receive dividends tom time to time when declared by the Board of Directors either from the corporations net earnings of from the surplus of the corporations assets over liabilities, including capital of the corporation, but not otherwise. Dividends my be payable either in cash, prop", or shares of common of the corporation.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 397 N. Spaulding Cove, Heathrow, Florida 32746 and the name of the initial registered agent of this corporation at that address is Stephen Stem.

ARTICLE VII

DIRECTORS

The Board of Directors of the corporation shall consist of 1-7 members

ARTICLE VIII

INCORPORATOR

The name and post office address of the incorporator of the Articles of Incorporation is:

**Stephen Stem
397 N. Spaulding Cove
Plantation, Fl 33324**

ARTICLE IX

AMENDMENT

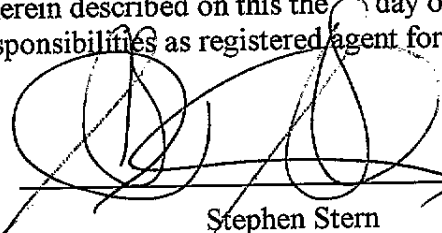
The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall the approved by the Board of Directors, proposed by them to the Shareholders, and approved at the Shareholders meeting by a majority of the Stockholders entitled to vote thereof, unless all of the Directors and all of the Shareholders sign a written agreement manifesting their intention that a certain amendment of these Article of Incorporation be made.

ARTICLE X

BYLAWS

The power to adopt, amend, after or repeal bylaws shall be vested in the Board of Directors and may be changed by the Shareholders at the next Shareholders meeting.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation for the uses and purposes herein described on this the _____ day of August 1999 I understand and accept the duties and responsibilities as registered agent for the named corporation



Stephen Stern

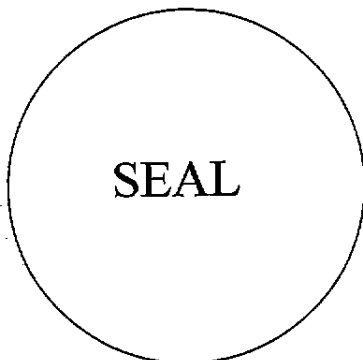
State of Florida
County of Seminole

Incorporator/Registered agent

I HEREBY CERTIFY that on this day before me, a notary public duly authorized to take acknowledgments, personally appeared, STEPHEN STERN, as incorporator and who executed the foregoing Articles of Incorporation this the _____ of August 1999

WITNESS MY HAND and official
August 1999

Seminole County, Florida this _____ day of



Notary Public State of Florida
My Commission expires _____

Print Name: ANTHONY A. DIEZ
Produced Identification: MY COMMISSION # CC 727634
Type of Identification: EXPIRES: 06/25/2002
I KNOW THE SIGNATURE OF THE SIGNER
ANTHONY A. DIEZ Notary Services & Bonding Co.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA