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*Bagdes & Bagdes*

*Attorneys at Law*

407 North Wild Olive Avenue  
Daytona Beach, FL 32118

Fabian Bagdes  
Mary-Ellen Bagdes

October <sup>20</sup>~~19~~, 1999

FILED  
99 OCT 22 PM 3:08  
904-358-7171  
904-358-7441  
FAX  
TALLAHASSEE  
SECRETARY OF STATE  
FLORIDA

SECRETARY OF STATE  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

100003022391--0  
-10/22/99--01071--003  
\*\*\*122.50 \*\*\*\*\*78.75  
66

RE: Ocean Quest Inn, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$122.50 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,



Fabian Bagdes

Enclosures

RECEIVED OCT 25 1999

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99 OCT 22 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
OCEAN QUEST INN, INC.

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

ARTICLE ONE  
NAME

The name of the corporation is OCEAN QUEST INN, INC.

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The purpose for which the corporation is organized is to operate a motel for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR  
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE  
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX  
PRINCIPAL OFFICE

The address of the principal office of the corporation is: 1425 S. Atlantic Avenue, Daytona Beach, Florida 32118. This is also the mailing address of the corporation.

ARTICLE SEVEN  
REGISTERED OFFICE

The street address of the registered office of the corporation is 1425 S. Atlantic Avenue, Daytona Beach, Florida 32118, and the name of the initial registered agent at such address is Cole Van Nevius, Jr.

ARTICLE EIGHT  
DIRECTORS

The board of directors shall consist of one member, Cole Van Nevius, Jr., 1425 S. Atlantic Avenue, Daytona Beach, Florida 32118.

ARTICLE NINE  
INCORPORATORS

The name and address of the sole incorporator is: Cole Van Nevius, Jr., 1425 S. Atlantic Avenue, Daytona Beach, Florida 32118.

ARTICLE TEN  
OFFICERS

The sole officer of the corporation shall be Cole Van Nevius, Jr., 1425 S. Atlantic Avenue, Daytona Beach, Florida 32118.

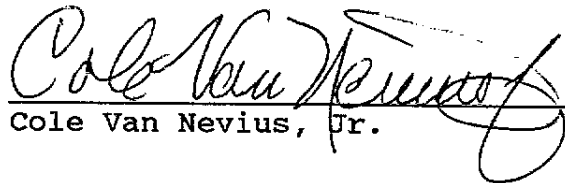
ARTICLE ELEVEN  
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE  
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, I have signed my name this 20th day of October, 1999.

  
Cole Van Nevius, Jr.

STATE OF FLORIDA  
COUNTY OF VOLUSIA

On this 20th day of October, 1999, before me, the undersigned authority, appeared COLE VAN NEVIUS, JR., who is personally known to me or who has produced FL driver's license as identification, and whose name is subscribed to the within instrument and having been duly sworn he acknowledged that he executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.

  
Notary Signature



Mary-Ellen Bagdes  
MY COMMISSION # CC787805 EXPIRES  
November 29, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA  
DEPARTMENT OF STATE

FILED  
99 OCT 22 PM 3:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Chapter 48  
Florida Statutes.

OCEAN QUEST INN, INC., a corporation organizing under the laws  
of the State of Florida, with its principal office at 1425 S.  
Atlantic Avenue, in the City of Daytona Beach, County of Volusia,  
in the State of Florida, has named Cole Van Nevius, Jr., who is  
located at 1425 S. Atlantic Avenue, Daytona Beach, Florida, as its  
registered agent to accept service of process within the State.

DIRECTOR:

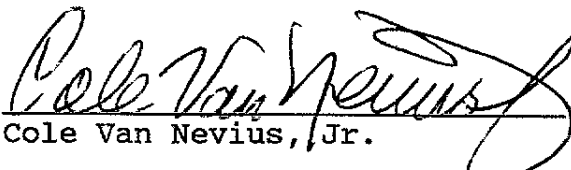
Cole Van Nevius, Jr.

ADDRESS:

1425 S. Atlantic Avenue  
Daytona Beach, FL 32118

ACCEPTANCE:

I agree as resident agent to accept service of process; to  
keep office open during prescribed hours; to post my name (and the  
names of any other officers of said corporation authorized to  
accept service of process at the above Florida designated address)  
in some conspicuous place as required by law.

  
Cole Van Nevius, Jr.