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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 16, 2004

STERI BLACK
460 MCLAWS CIRCLE, SUITE 120
WILLIAMSBURG, VA 23185

SUBJECT: NEWPORT HOSPITALITY GROUP, INC.
Ref. Number: W0400002253

We have received your document for NEWPORT HOSPITALITY GROUP, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's date of incorporation/organization must be listed in the document.

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 604A00003074

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DIVISION OF CORPORATIONS

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Newport Hospitality Group, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sheri L. Black
(Name of Person)
Newport Hospitality Group, Inc.
(Firm/Company)
460 McLaws Circle Suite 120
(Address)
Williamsburg, VA 23185
(City/State and Zip code)

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For further information concerning this matter, please call:

Sheri Black at (757) 221-6820
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Newport Hospitality Group, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Virginia 3. 54-1603776
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Oct 29, 1991 5. perpetual
(Date of incorporation) (Duration. Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 460 McLaws Circle Ste 120 Williamsburg, VA
(Principal office address)

same
(Current mailing address)

8. To obtain checking accounts at First State Bank for Hotel in Arcadia
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: C. D. Frederick Tanzer, Jr.

Office Address: 360 Sweetwater Cove Blvd S.
Longwood, Florida 32779
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C. D. Frederick Tanzer, Jr.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: William G. Carey
Address: Van Beuren Rd
Morristown, NJ 07960

Vice Chairman: _____
Address: _____

Director: Michael L. Pleninger
Address: 224 Sir Thomas Lunstford Dr.
Williamsburg, VA 23185

Director: William G. Carey
Address: Van Beuren Rd.
Morristown, NJ 07960

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B. OFFICERS

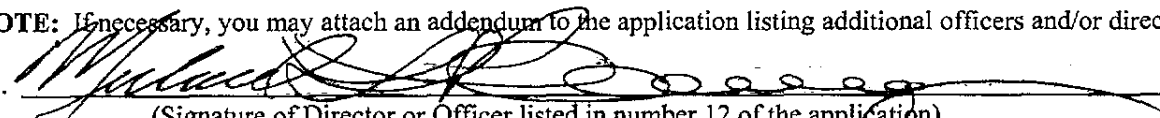
President: Michael L. Pleninger
Address: 224 Sir Thomas Lunstford Dr.
Williamsburg, VA 23185

Vice President: C.D. Frederick Janzer Jr.
Address: 300 Sweetwater Cove Blvd S.
Longwood FL 32779

Asst Secretary: Michael L. Pleninger
Address: Same

Treasurer: _____
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Michael L. Pleninger, President
(Typed or printed name and capacity of person signing application)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

NEWPORT HOSPITALITY GROUP, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is October 29, 1991.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
January 5, 2004*

Joel H. Peck

Joel H. Peck, Clerk of the Commission