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TALLAHASSEE, FLORIDA
STATE

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April 21, 2005

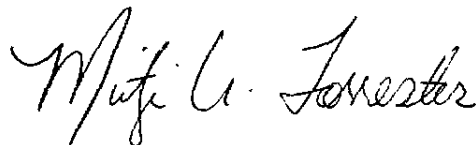
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Filing of Articles of MGF Hospitality Associates, Inc.

To Whom it May Concern:

Enclosed are an original and one (1) copy of the Articles of Incorporation of MGF Hospitality Associates, Inc. and a check made payable to the Florida Department of State in the amount of eighty seven and 50/100 dollars (\$87.50), which covers the filing fee, a certified copy and a certificate of status.

Thank you for your assistance.



Mitzi U. Forrester
8107 Lake Crowell Circle
Orlando, FL 32836
(407) 248-8394

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05 APR 29 AM 10:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MGF HOSPITALITY ASSOCIATES, INC.

ARTICLE I - NAME

The name of this corporation is MGF HOSPITALITY ASSOCIATES, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 8107 Lake Crowell Circle, Orlando, FL 32836.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of ONE AND NO/100 DOLLAR (\$1.00) par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6649 Westwood Blvd., Suite 100, Orlando, Florida 32821, and the name of the initial registered agent of this corporation at that address is Gregg S. Forrester.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The name and address of the initial director are as follows:

Mitzi U. Forrester

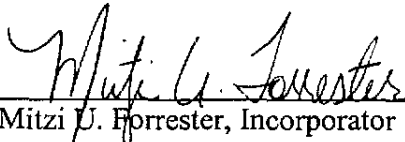
8107 Lake Crowell Circle, Orlando, FL 32836

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Mitzi U. Forrester 8107 Lake Crowell Circle, Orlando, FL 32836

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of April, 2005.



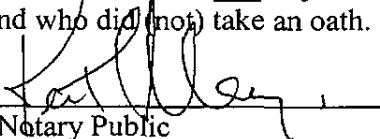
Mitzi U. Forrester, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me, this 21st day of April, 2005, by Mitzi U. Forrester, who is personally known to me and who did (not) take an oath.



Keith Manzi
MY COMMISSION # DD162521 EXPIRES
December 5, 2006
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public
Name: _____
Serial No.: _____
My Commission Expires: _____

ACCEPTANCE OF REGISTERED AGENT

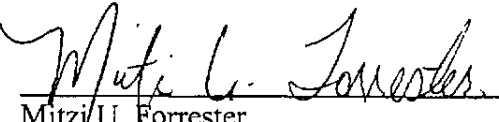
The undersigned hereby accepts the designation as Registered Agent of MGF Hospitality Associates, Inc.



Gregg S. Forrester

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by virtue of the undersigned acting as Incorporator of MGF Hospitality Associates, Inc.



Mitzi U. Forrester