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April 21, 2011

Florida Department of State
Division of Corporations
PO BOX 6327
Tallahassee, FL 32314

RE: Marble Waters Hotel & Suites, Inc.

Dear Secretary of State:

Please file the enclosed Articles of Incorporation; and provide me with a certified copy and a certificate of status. I herewith enclose a check in the amount of \$87.50, representing \$35.00.00 for the filing fee; \$35.00 for designation of registered agent; \$8.75 for a certified copy of the Articles; and \$8.75 for a certificate of status. A copy of the Articles is also included with this letter.

If any additional information is needed to facilitate filing the Articles of Organization, please do not hesitate to contact me.

Very truly yours,



Herbert T. Sussman

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
MARBLE WATERS HOTEL & SUITES, INC.
A Florida corporation

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TALLAHASSEE, FLORIDA

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ARTICLE I

Name

The name of the corporation shall be **MARBLE WATERS HOTEL & SUITES, INC.**

ARTICLE II

Duration

The duration of the corporation is perpetual. The date and time of commencement of the corporate existence is the time of filing the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III

Purpose

The purposes for which the corporation is organized are:

To conduct and transact generally the business of a *hotel* and to do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them, or to conduct any and all business activities that are not forbidden by the Florida corporation laws or by any other law, or by these Articles of Incorporation, and to carry out the said purposes in any state, territory, district or possession of the United States, or any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country; and any and all business permitted under the laws of the United States of America and under the laws of the State of Florida.

ARTICLE IV

Principal Office And Registered Agent

The street and mailing address of the principal office of the corporation is 10551 Beach Blvd., Jacksonville, Florida 32246-3652. The name and address of the initial

registered agent of the corporation is: Rodney J. Washington, Sr.. Registered Office:
10551 Beach Blvd., Jacksonville, Florida 32246-3652.

ARTICLE V

Board of Directors And Officers

The business and property of the corporation shall be managed by a Board of Directors, who shall be in number not less than three. The number of Directors constituting the initial Board is three. The names and addresses of the persons who shall serve as Directors and Officers, until the first annual meeting of shareholders, or until their successors have been elected and qualified, are as follows:

Directors' & Officers' Names & Addresses:

Rodney J. Washington, Sr. – Director/President
10551 Beach Blvd.,
Jacksonville, Florida 32246-3652

April V. Washington – Director/Vice-President
10551 Beach Blvd.
Jacksonville, Florida 32246-3652

Tabatha Ball -- Director/Secretary/Treasurer
10551 Beach Blvd.
Jacksonville, Florida 32246-3652

ARTICLE VI

Shares

AUTHORIZED SHARES: The aggregate number of shares that the corporation shall have authority to issue is \$7,500.00 shares of capital stock with par value of \$1.00 per share.

DIVIDENDS. The holders of the outstanding capital stocks shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

The shares of the corporation do not have to be divided into classes.

The corporation is not authorized to issue shares in series.

Article VII

Incorporator

The name and address of the incorporator of this corporation is as follows:

Rodney J. Washington, Sr.
10551 Beach Blvd.,
Jacksonville, Florida 32246-3652

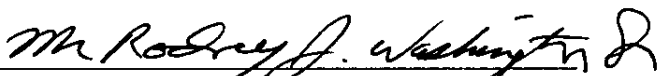
Article VIII

A majority vote of the shareholders of the corporation shall be required for any shareholder action.

Article IX

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with a vote of two-thirds of the stockholders of the corporation.

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles of Incorporation, this 21st day of April, 2011.


Rodney J. Washington, Sr., Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 617.0501, Florida Statutes, Marble Waters Hotel & Suites, Inc., hereby designates Rodney J. Washington, Sr., as its registered agent; and the street address of its registered office for service of process within the state of Florida is: Registered Office: 10551 Beach Blvd., Jacksonville, Florida 32246-3652, which is the address of the registered agent.

MARBLE WATERS HOTEL & SUITES, INC.

Dated: April 21, 2011.

BY: Mr Rodney J Washington Sr.
Rodney J. Washington, Sr.,
Incorporator

ACCEPTANCE OF DESIGNATION

Having been named as registered agent to accept service of process for the above-stated corporation (Marble Waters Hotel & Suites, Inc.) at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated: April 21, 2011.

Mr Rodney J Washington Sr.
Rodney J. Washington, Sr.

Sworn to and subscribed
before me this 21st day of
April, 2011, by Rodney J. Washington, Sr.,
as Incorporator and as Registered Agent,
who is personally known to me Yes
(yes or no) or who produced ID
as follows: N/A.

Herbert T. Sussman
Notary Public, State of Florida

Name of Notary:

My Commission Expires:

My Commission No.:



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