

TRANSMITTAL LETTER

P 99000050 148

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

SUBJECT: KELOO Gold STREET HOTELS, INC
(Proposed corporate name - must include suffix)

400002894494--6
-06/03/99--01063--021
****122.50 ****122.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED			

FROM: JACK A. HARNETT, Lawyer
Name (Printed or typed)

P. O. Box 300
Address

Quincy, Florida
City, State & Zip

(850) 627-7647
Daytime Telephone number

RECEIVED

99 JUN -3 PM 2:26

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN -3 PM 2:35

APPROVED
AND
FILED

6/3/99
[Signature]

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
KELCO GOLD STREET HOTELS, INC.**

ARTICLE I - NAME

The name of this corporation is KELCO GOLD STREET HOTELS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "Common Stock".

ARTICLE V - REGISTERED OFFICE AND AGENT

The principal address and registered office address of the corporation is:

2700 South Commerce Parkway, Suite 313, Weston, FL 33331

and the registered agent at that address is: Kelley D. Slay.

ARTICLE VI - INITIAL DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one(1). The name and address of the initial directors are Richard J. Spillett, 17 Dunbar Circle, Palm Beach Gardens, FL 33418, and Kelley D. Slay, 973 Spoonbill Circle, Weston, FL 33326.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
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ARTICLE VII - BY-LAWS

The By-Laws of the corporation may be adopted, altered, amended or repealed by either the stockholders or directors.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - INCORPORATION

The name and address of the person signing these Articles is: Kelley D. Slay, 973 Spoonbill Circle, Weston, FL 33326.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 2^d day of June, 1999.



KELLEY D. SLAY

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in Article V hereof, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated the 2^d day of June, 1999.




KELLEY D. SLAY

STATE OF FLORIDA
COUNTY OF BROWARD

SWORN TO AND SUBSCRIBED before me this 2^d day of JUNE, 1999, by

KELLEY D. SLAY, who is personally known to me or who has produced identification of _____



NOTARY PUBLIC, State of Florida at Large
PRINT NAME: KELLY SPILLET SLAY
My Commission expires: 12-20-99
Commission Number: CC520236




KELLY SPILLET SLAY
My Commission CC520236
Expires Dec. 20, 1999

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR
SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Kelco Gold Street Hotels, Inc. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 2700 South Commerce Parkway, Suite 313, Weston, Broward County, Florida 33331, has named Kelley D. Slay, located at that address, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designed in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.



KELLEY D. SLAY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED