

542935

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DIVISION OF CORPORATIONS

BASIC AMENDMENT
MARINA MOTOR INN ENTERPRISES, INC.

Certificate of Status	1
Certified Copy	1
Page Count	02
Estimated Charge	\$52.50

Amended & Restated

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MARINA MOTOR INN ENTERPRISES, INC.**

Pursuant to Section 607.1007 of the Florida Business Corporation Act, Marina Motor Inn Enterprises, Inc., a Florida corporation (the "Corporation"), certifies that:

1. The original Articles of Incorporation of the Corporation were filed by the Florida Department of State on August 12, 1977, document number 542935.
2. The Articles of Incorporation are amended and restated in their entirety to read as follows:

**ARTICLE I
NAME**

The name of the corporation is Marina Motor Inn Enterprises, Inc. (hereinafter referred to as the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office address of the Corporation is 2150 S.E. 17th Street, Fort Lauderdale, Florida, 33316. The mailing address of the Corporation is 120-1212 1st Street S.E., Calgary, Alberta, Canada, T2G 2H8.

**ARTICLE III
AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 5,000 shares of Common Stock, par value \$1.00 per share. Except as otherwise required by law or as otherwise provided in these Articles of Incorporation each share of Common Stock shall be entitled to one vote per share. Subject to the rights of any outstanding class or series of capital stock ranking senior to Common Stock as to dividends, dividends may be paid upon Common Stock in cash, property or securities as and when declared by the Board of Directors out of funds legally available therefor. As and when dividends are so declared and paid, the holders of Common Stock shall be entitled to participate in such dividends ratably on a per share basis. In the event of any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, the holders of Common Stock are entitled to share ratably in the net assets, if any, remaining after payment in full of all debts and liabilities of the Corporation and after the holders of any outstanding class or series of capital stock ranking senior to Common Stock shall have been paid in full the amounts to which such holders shall be entitled, or an amount sufficient to pay the aggregate amount to which such holders are entitled shall have been set aside for the benefit of the holders of such senior capital stock.

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**ARTICLE IV
DIRECTORS**

The number of directors shall be one (1), such number may be increased or decreased from time to time by amendment to these amended and restated articles of incorporation, or by amendment to the Bylaws or by the board of directors or the shareholder of the Corporation.

**ARTICLE V
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of the Corporation in the State of Florida is 526 East Park Avenue, Tallahassee, Florida, 32301. The registered agent of the Corporation at such address is NRAI Services, Inc.

**ARTICLE VI
PURPOSE**

The purpose of the Corporation shall be any lawful purpose or purposes, as provided for under Section 607.0301 of the Florida Business Corporation Act.

These Amended and Restated Articles of Incorporation were adopted by the board of directors and shareholder of the Corporation by Joint Written Consent as of the 30th day of November, 2001.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 30th day of November, 2001.

**MARINA MOTOR INN
ENTERPRISES, INC.**

By: Samuel Switzer
Samuel Switzer, President

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