



THE UNITED STATES
CORPORATION
COMPANY

A 00000000640

ACCOUNT NO. : 072100000032

REFERENCE : 659959 7103152

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 1785.00

ORDER DATE : April 12, 2000

ORDER TIME : 11:52 AM

ORDER NO. : 659959-015

600003207736--8

CUSTOMER NO: 7103152

CUSTOMER: Harold J. Webre, Esq
GOODLETTE COLEMAN & JOHNSON,
GOODLETTE COLEMAN & JOHNSON,
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

DOMESTIC FILING

NAME: BAVARIAN INN PROPERTIES,
LTD.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

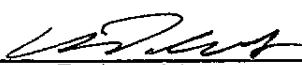
CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 13 PM 2:30

RECEIVED
00 APR 13 PM 1:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. Bavarian Inn Properties, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 4001 Tamiami Trail N., Suite 265, Naples, FL 34103
(Business address of Limited Partnership)
3. Euro-American Consulting, Inc., a Florida corporation
(Name of Registered Agent for Service of Process)
4. 4001 Tamiami Trail N., Suite 265, Naples, FL 34103
(Florida street address for Registered Agent)
5.  --Rainer N. Filthaut, its President
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 4001 Tamiami Trail N., Suite 265, Naples, FL 34103
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2026

8. Name(s) of general partner(s):
Bavarian Inn Properties Management,
Inc., a Florida corporation

Street address:
4001 Tamiami Trail N., Suite 265
Naples, FL 34103

P-000000037222

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 14th day of April, 2000

Signature of all general partners:

General Partner

General Partner

General Partner

Bavarian Inn Properties Management,
Inc., a Florida corporation

By: 

Rudolf Grossmann, its President

General Partner

General Partner

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2000 APR 13 PM 2:30

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____

Bavarian Inn Properties, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 396,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 396,000.00

Signed this 11th day of April, ~~19~~ 2000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Bavarian Inn Properties Management, Inc.,
a Florida corporation

By: _____

Rudolf Grossmann, its President

General Partner

General Partner

General Partner

General Partner

General Partner

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