



THE UNITED STATES
CORPORATION
COMPANY

A99000000553

ACCOUNT NO. : 072100000032

REFERENCE : 193566 5055134

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 5, 1999

ORDER TIME : 11:18 AM

ORDER NO. : 193566-010

CUSTOMER NO: 5055134

CUSTOMER: Mr. Martin Engels
MARTIN ENGELS, P.A.
MARTIN ENGELS, P.A.
100 Southeast 2nd Street
Nationsbank Tower Ste. 2150
Miami, FL 33131

300002829193--5
-04/05/99--01090--016
****157.50 ****157.50

DOMESTIC FILING

NAME: ST. LUCIE HOSPITALITY, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 PM 5:28

RECEIVED
99 APR -5 PM 12:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA 32311

MK 4/5/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 5, 1999

JANNA WILSON
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: ST. LUCIE HOSPITALITY, LTD.
Ref. Number: W99000008118

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -6 PM 5:28
99 APR -24 PM 5:28

We have received your document for ST. LUCIE HOSPITALITY, LTD. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$157.50 payment.

Before this partnership can be filed, its general partner -- SKH, INC. -- must be registered with the Division of Corporations.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 299A00017151

RESUBMIT
Please give original
submission date as file date

KH, Inc was filed
April 5, 1999 the file
number is P99000031071

**CERTIFICATE OF LIMITED PARTNERSHIP
OF ST. LUCIE HOSPITALITY, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 PM 5:28

The undersigned certifies as follows with respect to St. Lucie Hospitality, Ltd., a limited partnership to be formed under the laws of the State of Florida:

1. Name of Partnership. The name of the Partnership is St. Lucie Hospitality, Ltd.
2. Office; Agent. The address of the office of the Partnership is 1101 Brickell Ave. Ste. 1700, Miami, Florida 33131. The name and address of the agent for service of process is John Schmitz, 1101 Brickell Ave. Ste 1700, Miami, Florida 33131.
3. General Partner. The name and address of the sole General Partner is SKH, Inc., 1101 Brickell Ave. Ste. 1700, Miami, Florida 33131. 999000031071
4. Mailing Address. The mailing address of the Partnership is 1101 Brickell Ave. Ste 1700, Miami, Florida 33131.
5. Termination. The latest date on which the Partnership is to dissolve is December 31, 2040.

SKH, Inc., general partner

By: 

John Schmitz, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -5 PM 5:28

STATE OF FLORIDA)

)SS:

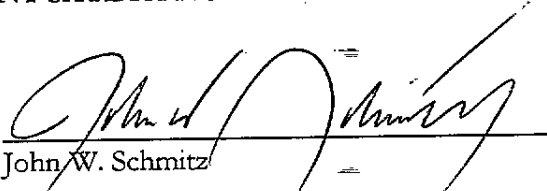
COUNTY OF MIAMI-DADE)

COMES NOW BEFORE ME, John W. Schmitz, President of SKH, Inc., general partner of St. Lucie Hospitality, Ltd., who having been first duly sworn, hereby certifies and affirms that the capital contributions of the limited partners of said limited partnership are as follows:

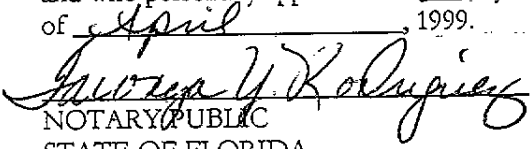
Amount of capital contributions of the limited partners as of the date hereof: \$ 0.00

Amount of the anticipated capital contributions of the limited partners: \$10,000.00

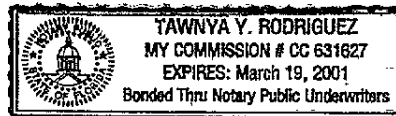
FURTHER AFFIANT SAYETH NOT


John W. Schmitz

SWORN TO and SUBSCRIBED before me by John W. Schmitz, personally known to me, as President of SKH, Inc., a Florida corporation, general partner of St. Lucie Hospitality, Ltd. and who personally appeared this 24 day of April, 1999.


NOTARY PUBLIC
STATE OF FLORIDA

My Commission Expires:



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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 25 PM 5:28


Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said Act:

ST. LUCIE HOSPITALITY, LTD.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the
Articles of Incorporation, at 1101 BRICKELL ^{AVENUE} ~~STREET~~, STE. 1700, MIAMI, FLORIDA 33131,
has named ^{w/} JOHN SCHMITZ as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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

 (SEAL)
JOHN SCHMITZ, Registered Agent