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TRANSMITTAL LETTER

**TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS**

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-12/01/95--01059--004
*****70.00 *****70.00

SUBJECT: MHI RECOVERY MANAGEMENT, INC.
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mr. Andrew M. Stein
(Name of Person)
MHI Recovery Management, Inc.
(Firm/Company)
814 Capitol Landing Road
(Address)
Williamsburg, VA 23185
(City, State and Zip Code)

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Should you need to call someone concerning this matter, please call:

Andrew M. Sims at (804) 229 . 5648
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:
Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314


APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. MHI RECOVERY MANAGEMENT, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. VA
(State or country under the law of which it is incorporated)
3. 52-1598840
(FEI number, if applicable)
4. 9/20/91
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. September 25, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 8601 Baltimore Boulevard
College Park, MD 20740
(Current mailing address)
8. Leasing and operating hotel
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: C T CORPORATION SYSTEM
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)
KEVIN J. GALLAGHER, Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: SEE ATTACHED

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS SEE ATTACHED

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Andrew M. Stein
(Typed or printed name and capacity of person signing application)

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12. Names and addresses of officers and/or directors:

A. DIRECTORS:

Chairman: Edgar Sims, Jr.
Address: 8601 Baltimore Boulevard
College Park, MD 20740

Director: Andrew M. Sims
Address: 814 Capitol Landing Road
Williamsburg, VA 23185

Director: Christopher L. Sims
Address: 8601 Baltimore Boulevard
College Park, MD 20740

Director: Kim E. Sims
8601 Baltimore Boulevard
College Park, MD 20740

Director: Jeanette I. Sims
8601 Baltimore Boulevard
College Park, MD 20740

B. OFFICERS:

President: Edgar Sims, Jr.
8601 Baltimore Boulevard
College Park, MD 20740

Vice-President & Treasurer: Andrew M. Sims
814 Capitol Landing Road
Williamsburg, VA 23185

Vice-President: Christopher L. Sims
8601 Baltimore Boulevard
College Park, MD 20740

Vice-President & Secretary: Kim E. Sims
8601 Baltimore Boulevard
College Park, MD 20740

Vice-President: Steven McD Smith
8601 Baltimore Boulevard
College Park, MD 20740

Vice-President: William J. Zaiser
8601 Baltimore Boulevard
College Park, MD 20740

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Commonwealth of Virginia



State Corporation Commission

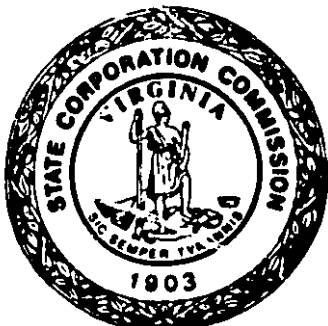
I Certify the Following from the Records of the Commission:

MHI Recovery Management, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is September 20, 1991.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: November 02, 1995

William J. Bridge
William J. Bridge, Clerk of the Commission