CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

RE: Central Florida Hotel Company, LC

NAME _____
FIRM _____
ADDRESS _____
_____
_____

PHONE ( ) _____

Service: Top Priority _____ Regular _____
One Day Service   Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee $ _____ Our $ _____

TX!

	C.C. FEE.	DISBURSED
Capital Express℠		
Art. of Inc. File Organization		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
( ) Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
O U S.		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatment		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, ____ Copies		
Courier Service ____		
Shipping/Handling		
Phone ( )		
Top Priority		
Express Mail Prep.		
FAX ( ) pgs.		

SUBTOTALS _____

FEE.............................
DISBURSED..................
SURCHARGE................
TAX on corporate supplies........ $
SUBTOTAL...................... 500001945055
-09/11/96--01086--007
PREPAID....................... ****337.50 ****337.50
BALANCE DUE................. $ _____
_____ $ _____

- -

REQUEST   TAKEN   CONFIRMED   APPROVED

DATE _____ _____ _____

TIME _____ _____ CK No. _____

BY _____ _____

WALK-IN
Will Pick Up 9/5 12:00

11-2529-7 POHDER S INC., THOMASVILLE, GA.

ARTICLES OF ORGANIZATION

OF

CENTRAL FLORIDA HOTEL COMPANY, L.C.

ARTICLE I

Name

The name of the limited liability company ("Company) is Central Florida Hotel Company, L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

ARTICLE III

Duration

The period of duration for the Company is perpetual.

ARTICLE IV

Registered Agent and Office

The name of the Company's initial registered agent in Florida is Florida Corporate Support, Inc. The address of Company's registered office in Florida is 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

ARTICLE V

Management

The Company is to be managed by the members. Each managing member is identified as follows:

Mr. Olatokunboh Kamson, whose address is 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Mrs. Gbemisola Kamson, whose address is 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

_____
GBEMISOLA KAMSON

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

(1)   The name of the limited liability company is Central Florida Hotel Company, L.C.

(2)   The name and address of the registered agent and office is Florida Corporate Support, Inc., 200 East Robinson Street, Suite 500, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: August 22, 1996

FLORIDA CORPORATE SUPPORT, INC.

By: _____
　　　　G. Steven Brown
　　　　Assistant Secretary

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Central Florida Hotel Company, L.C. deposes and says:

(1) The above named limited liability company has at least two members.

(2) The total amount of cash contributed by the members is $557,925.00.

(3) The total amount of cash or property anticipated to be contributed by members is $2,000,000.00.

In accordance with Section 608.408(3), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.

_____
GBEMISOLA KAMSON