

ROBERT H. CULTON II  
*Attorney and Counselor at Law*

4285 Tidewater Drive  
Orlando, FLORIDA 32812

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FACSIMILE (407) 830-6929

PO0000041821

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Charlton Hotel Corporation

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation and Registered Agent designation for the above-referenced corporation. I have also enclosed my check in the amount of \$78.75 representing the following:

Filing Fees	\$ 35.00
Registered Agent Designation	35.00
Certified Copy	8.75
<b>TOTAL</b>	<b>\$ 78.75</b>

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Thank you for your kind assistance in this matter. If you have any questions, please call me at (407) 830-6300.

Sincerely,

  
ROBERT H. CULTON II

RHCII:tkc  
Enclosures

FILED  
00 APR 24 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH APR 26 2000

**ARTICLES OF INCORPORATION  
OF  
CHARLTON HOTEL CORPORATION**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation:

**I. Name**

The name of the Corporation is Charlton Hotel Corporation.

**II. Capital Stock**

The number of shares of stock, which the Corporation has authority to have outstanding is One Hundred Thousand (100,000), all of which shall be common shares.

**III. Registered Office**

The street address of the initial registered office of the Corporation in this state is 933 Lee Road, 1st Floor, Orlando, FL 32810. The registered office, the principal office and the mailing address of the Corporation are the same. The name of the initial Registered Agent at such address is Harvey Jacoby.

**IV. Directors**

The Board of Directors of the Corporation shall consist of at least one (1) member. The name and address of the first director is:

Harvey Jacoby  
1010 Palm Beach Circle West  
Winter Springs, FL 32708

William Barber  
6528 Edgeworth Drive  
Orlando, FL 32819

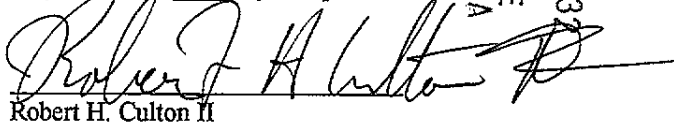
Robert H. Culton II  
499 E Central Pkwy, Ste 120  
Altamonte Springs, FL 32701

**V. Incorporator**

The name and address of the incorporator is:

Robert H. Culton II  
499 East Central Parkway, Suite 120  
Altamonte Springs, FL 32701

IN WITNESS WHEREOF, I have subscribed my name this 19 day of April 2000.

  
Robert H. Culton II

FILED  
00 APR 24 AM 10:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF SEMINOLE

On this 19 day of April, 2000, before me, the undersigned officer, personally appeared Robert H. Culton II, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

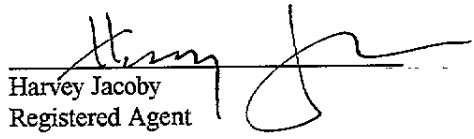
  
NOTARY PUBLIC

Robert H Culton II is ( ) personally known to me  
(x) has produced Fla. Driver's License as Identification



**CHARLTON HOTEL CORPORATION**  
**CONSENT OF REGISTERED AGENT**

Having been named as Registered Agent for this corporation at the registered office designated in the Articles of Incorporation for Charlton Hotel Corporation, the undersigned accepts the designation.

  
Harvey Jacoby  
Registered Agent

Dated this 19 day of April 2000.

**FILED**  
**00 APR 24 AM 10:32**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**