

P01000012357

CARR, MORRIS & GRAEFF, P. C.

ATTORNEYS AT LAW
1120 G STREET, N. W.

SUITE 930
WASHINGTON, D. C. 20005-3801

ATTORNEYS ADMITTED IN
DC MD VA NY NJ CT

TELEPHONE
(202) 789-1000
FAX (202) 628-3834

2961.01

January 30, 2001

400003623274--8
-02/01/01--01090--012
*****78.75 *****78.75

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

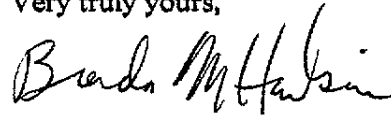
Re: Incorporation of Mason Hospitality LBK, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of Mason Hospitality LBK, Inc. (and copy) for filing. Also, enclosed please find a check made out to Florida Department of State in the amount of \$78.75 (\$35 filing fee, \$35 Registered agent designation and \$8.75 for a certified copy). Please send the certified copy of the Articles of Incorporation to my attention in the enclosed self-addressed stamped envelope.

If there is any question or problem with this filing, please contact me at (202) 789-1000. Thank you for your attention to this matter.

Very truly yours,



Brenda M. Hankins

Enclosures

T. Burch FEB 2 2001

ARTICLES OF INCORPORATION
OF
MASON HOSPITALITY LBK, INC.

The undersigned, a natural person (the "*Sole Incorporator*"), for the purpose of organizing a corporation to conduct the business and promote the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Delaware hereby certifies that:

I.

The name of this corporation is Mason Hospitality LBK, Inc.

II.

The principal place of business and mailing address is 6210 N. Kings Highway Alexandria, Virginia 22303.

III.

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Florida.

IV.

The aggregate number of shares which this corporation is authorized to issue is Ten Thousand (10,000) shares, all common stock with one cent (\$.01) par value.

V.

The name and mailing address in Florida of the registered agent is as follows:

Gary Dorschel
Holiday Inn
4949 Gulf of Mexico Drive
Longboat Key, Florida 34228

VI.

A. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors that shall constitute the whole Board of Directors shall be fixed by the Board of Directors in the manner provided in the Bylaws.

B. The Bylaws may be altered or amended or new Bylaws adopted by the stockholders entitled to vote. The Board of Directors shall also have the power to adopt, amend or repeal Bylaws.

VII.

A. The liability of the directors for monetary damages shall be eliminated to the fullest extent under applicable law.

B. Any repeal or modification of this Article VI shall be prospective and shall not affect the rights under this Article VI in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

VIII.


The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

IX.

The name and the mailing address of the Sole Incorporator is as follows:

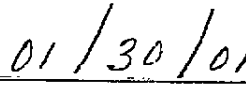
Brenda M. Hankins
Carr, Morris & Graeff, P.C.
1120 G Street, N.W., Suite 930
Washington, DC 20005

IN WITNESS WHEREOF, this Certificate has been subscribed this 29th day of January 2001 by the undersigned who affirms that the statements made herein are true and correct.


Brenda M. Hankins
Sole Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this document, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Gary Dorschel, Registered Agent


Date