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LAW OFFICE OF

THOMAS M. FITZGIBBONS

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913-951-2007
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FEDERAL EXPRESS
122.50

April 5, 1995

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VIA FEDERAL EXPRESS

Department of State
Division of Corporations
The Capitol
409 E. Gaines Street
Tallahassee, Florida 32399

RE: CHERI MOTEL, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 for the filing of same.

Please file the Articles of Incorporation and return a certified copy to me at the above address. Thank you for your assistance in this matter.

Sincerely,

Thomas M. Fitzgibbons

Thomas M. Fitzgibbons

TMF/ceb
Enclosure

*P.S. Please Expedite this filing!
Thank you.*

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ARTICLES OF INCORPORATION
OF
CHERI MOTEL, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: CHERI MOTEL, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all businesses permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having par value of \$1.00 per share.

ARTICLE IV. PRINCIPAL OFFICE

The principal office and mailing address of CHERI MOTEL, INC., shall be:

1715 North Tamiami Trail
Sarasota, Florida 34234

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Michael D. Summers
1715 North Tamiami Trail
Sarasota, Florida 34234

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS.

The name of the initial directors of this Corporation and their street address is:

Micheal D. Summers
1715 North Tamiami Trail
Sarasota, Florida 34234

Edith G. Summers
1715 North Tamiami Trail
Sarasota, Florida 34234

The person named as initial director shall hold office for the first year of existence of this Corporation or until successors are elected or appointed and qualified, whichever occurs first.

ARTICLE IX. INCORPORATION.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

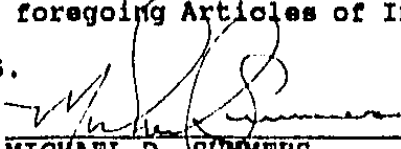
Michael D. Summers
1715 North Tamiami Trail
Sarasota, Florida 34234

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled

to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Michael D. Summers, as Incorporator, has executed the foregoing Articles of Incorporation on the 5th day of April, 1995.


MICHAEL D. SUMMERS

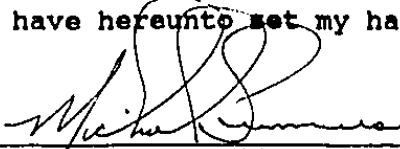
**CERTIFICATE OF ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

The undersigned, MICHAEL D. SUMMERS, having been designated as Registered Agent to accept service of process for CHERI MOTEL, INC., hereby agrees and accepts to act in this capacity, and agrees to comply with the provisions of the applicable Florida Statutes relative to keeping open the registered office of the corporation at the place designated in the Articles of Incorporation for CHERI MOTEL, INC., as follows:

Registered Agent: MICHAEL D. SUMMERS

Registered Office: 1715 North Tamiami Trail
Sarasota, Florida 34234

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5th day of April, 1995.


MICHAEL D. SUMMERS

FILED
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SARASOTA, FLORIDA