



ACCOUNT NO. : 072100000032

REFERENCE : 624434 86901P

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : June 22, 1995

ORDER TIME : 9:45 AM

ORDER NO. : 624434

CUSTOMER NO: 86901P

CUSTOMER: Mr. Ellen Melnick
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
66 Luckie Street
Suite 604
Atlanta, GA 30303

DOMESTIC FILING

NAME: LAKELAND HOTEL CORP.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrina Randolph

EXAMINER'S INITIALS: T. BROWN JUN 23 1995

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-06/22/95--01043--014
****122.50 ****122.50

FILED
95 JUN 22 AM 17:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LAKELAND HOTEL CORP.

FILED
95 JUN 22 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is LAKELAND HOTEL CORP.

SECOND: The street address, wherever located, of the principal office of the corporation is 4501 Circle, 75 Parkway, Suite E5110, Atlanta, Georgia 30339

The mailing address, wherever located, of the corporation is 4501 Circle 75 Parkway, Suite E5110, Atlanta, Georgia 30339

THIRD: The number of shares that the corporation is authorized to issue is 100,000, all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is c/o The Prentice-Hall Corporation System, Inc., 1201 Hays Street, Suite 105, Tallahassee, Florida 32301.

The name of the initial registered agent of the corporation at the said registered office is The Prentice-Hall Corporation System, Inc.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

Charles A. Coyle

ADDRESS

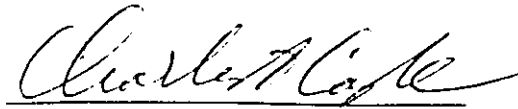
66 Luckie Street, Suite 604
Atlanta, Georgia 30303

SIXTH: The purposes for which the corporation is organized, which shall include the authority of the corporation to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, are as follows:

SEVENTH: The duration of the corporation shall be perpetual.

EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on 6-21-1995


Charles A. Coyle, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

THE PRENTICE-HALL CORPORATION SYSTEM, INC.

By: 
Charles A. Coyle, Assistant Secretary

Date: June 21, 1995