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SARASOTA, FL 34101
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99500059726



ACCOUNT NO. : 072100000032

REFERENCE : 652573 80349A

AUTHORIZATION :

Patricia Pyjits

COST LIMIT : 9 122.50

ORDER DATE : August 2, 1995

ORDER TIME : 9:58 AM

ORDER NO. : 652573

800001551888

CUSTOMER NO: 80349A

CUSTOMER: Ms. Jennifer Lukas
WILLIAMS PARKER HARRISON
DIETZ & GETZEN
P.o. Box 3258

Sarasota, FL 34230-3258

DOMESTIC FILING

NAME: VENETIA HOTEL, INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

T. BROWN AUG - 2 1995

FILED
95 AUG - 2 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VENETIA HOTEL, INC.

FILED
95 AUG -2 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator has executed these Articles of Incorporation to establish a corporation (the "Corporation") under the Florida Business Corporation Act (Chapter 607, Florida Statutes).

1. Name. The name of the Corporation is:

Venetia Hotel, Inc.

2. Principal Office. The principal office of the Corporation is:

901 Venetia Bay Boulevard, Suite 300
Venice, Florida 34292

3. Mailing Address. The mailing address of the Corporation is:

901 Venetia Bay Boulevard, Suite 300
Venice, Florida 34292

4. Authorized Shares. The Corporation is authorized to issue 10,000 shares of common stock having a par value of \$1.00 per share. No share shall be issued except upon payment to the Corporation of the par value of the share in cash or other consideration permitted by law as payment for shares.

5. Bylaws. The initial bylaws of the Corporation shall be adopted by the incorporator or the board of directors. The power to alter, amend or repeal any bylaw shall be vested in the shareholders, except to the extent delegated by the shareholders to the board of directors.

6. Registered Agent and Office. The name of the initial registered agent and the address of the initial registered office of the Corporation is:

J. Michael Hartenstine
200 South Orange Avenue
Sarasota, Florida 34236

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

7. Incorporator. The name and address of the incorporator of the Corporation is:

J. Michael Hartenstine
200 South Orange Avenue
Sarasota, Florida 34236

8. Effective Date. The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Florida Department of State.

Dated this 1st day of August 1995.



J. Michael Hartenstine
Incorporator and Registered Agent