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FOR POSTAGE AND FEES THIS OFFICE HAS MADE THE NECESSARY ARRANGEMENTS

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August 17, 1995

VIA FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

800001565078  
-00001295-00004-001  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Marina Hotel, Inc.

Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced entity, together with a check in the sum of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) for the following:

Filing Fee	\$35.00
Certified copy	\$52.50
Registered agent designation	\$35.00

Please return a certified copy of the Articles to this office at the above address, via federal express. Prepaid packaging enclosed.

Very truly yours,

*Stephen H. Coover*

Stephen H. Coover

SHC/mjr

Enclosures

- 1) Original and one copy of Articles of Incorporation
- 2) Trust Account Check

RECEIVED  
CORPORATION DIVISION  
AUG 23 1995

DMC  
8/23/95

ARTICLES OF INCORPORATION  
OF  
MARINA HOTEL, INC.

FILED  
SEAL OF THE STATE  
JUL 1 1968

ARTICLE I. CORPORATE NAME

The name of this Corporation is: MARINA HOTEL, 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 business 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 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE  
AND PRINCIPAL ADDRESS

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

Dennis Baldwin  
530 N. Palmetto Ave.  
Sanford, FL 32771

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

ARTICLE VI. BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and his street address is:

Wallace S. Olsen, Jr.  
5339 E. Vallevista  
Phoenix, AZ 85018

ARTICLE VIII. INCORPORATOR

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

Wallace S. Olsen, Jr.  
5339 E. Vallevista  
Phoenix, AZ 85018

ARTICLE IX. 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' 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, as Incorporator, has executed the foregoing Articles of Incorporation on the 18th day of August, 1995.

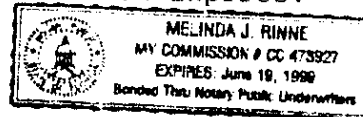
  
WALLACE S. OLSEN, JR.

STATE OF FLORIDA  
COUNTY OF SEMINOLE

The foregoing instrument was sworn to and acknowledged before me this 18th day of August, 1995 by Wallace S. Olsen, Jr., who is ( ) personally known to me or (X) who has produced a valid Florida Driver's License as identification and who ~~did~~/did not take an oath.


  
NOTARY PUBLIC  
My Commission Expires:  
Notary Public - State of Florida

My Commission Expires:



That MARINA HOTEL, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles Of Incorporation, at 530 N. Palmetto Ave., Sanford, Florida 32771, County of Seminole, State of Florida, has named Dennis Baldwin, 530 N. Palmetto Avenue, Sanford, Florida 32771 as its agent to accept service of process within this State.

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
Dennis Baldwin  
Registered Agent