

P960000006347

Fox and Silverman Investments, Inc.
 140 W. Monroe St., Ste. 200
 Jacksonville, FL 32202

FILED
 96 JAN 22 AM 11:27
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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W96-1170

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 16, 1996

FOX AND SILVERMAN INVESTMENTS, INC.
140 W. MONROE ST. SUITE 200
JACKSONVILLE, FL 32202

SUBJECT: PARK VIEW INNS
Ref. Number: W96000001170

We have received your document for PARK VIEW INNS and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 196A00001976

ARTICLES OF INCORPORATION

OF

PARK VIEW INNS, INC.

FILED

96 JAN 22 AM 11:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be PARK VIEW INNS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be located at 140 W. Monroe Street, City of Jacksonville, County of Duval, State of Florida.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date filing of these Articles with the Department of the State.

ARTICLE IV - PURPOSE

The general purpose for which the corporation is organized are :

1. To engage in the business of Hotel/Motel Operations.
2. To engage in any other or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$ 1.00) per value common stock which shall be designated as " Common Shares ".

ARTICLE VI - PRE-EMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value thereof, a pro rate portion of :

(1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation or any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof ; or

(2) Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

ARTICLE VII - INITIAL REGISTERED OFFICE AGENT AND PRINCIPLE OFFICE LOCATION

The corporation shall have a director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five . The name and address of the initial Board of Directors of the corporation are :

Charles L. Gaudry, Jr.
James B. Williams
Martin Petrie
140 W. Monroe Street, Jacksonville, Florida 32202

ARTICLE IX - INCORPORATION

The name and address of the Incorporator signing these article is : Charles L. Gaudry, Jr., 104 W. Monroe Street, Jacksonville, James B. Williams, 140 W. Monroe Street, Jacksonville, Florida 32202, Martin Petrie, 140 W. Monroe Street, Jacksonville, Florida 32202.

ARTICLE X - INDEMNIFICATIONS

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I the undersigned incorporator, have executed these Articles of Incorporation this 8th day of January, 1996.

C. L. Gaudry
James B. Williams
Martin Petrie

STATE OF FLORIDA)
COUNTY OF Duval)

I HEREBY CERTIFY that on this date before me, an officer duly authorized in the above-mentioned state and county to take acknowledgements, personally appeared, Charles L. Gaudry, James B. Williams and Martin Petrie, known to me to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 8th day of January, 1996.

M. Lee Davis
Notary Public



My commission expires

M. LEE DAVIS
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Apr. 9, 1999
Commission No. CC451761

FILED

96 JAN 22 AM 11:27

SECRETARY OF STATE
FLORIDA

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PRINCIPAL PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE
OF AGENT UPON WHOM PROGRESS MAY BE SERVED**

Pursuant to the provisions of Section 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/registered agent, in the State of Florida.

First, that Park View Inns, ^{INC.} desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 140 W. Monroe Street, Jacksonville, Florida, has named Charles L. Gaudry, Jr., Jacksonville, Florida, as its agent to accept service of progress within Florida. ^{140 W. MONROE STREET,}

DATED, this 8th day of January, 19 96.

Park View Inns, INC.

C L Gaudry Jr
Corporate Officer

Title: President

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

DATED this 8th day of January, 19 96.

Park View Inns, INC.

By: C L Gaudry Jr
President

JUL-16-96 TUE 17:04

FAX NO. 3544141

P96000006347

without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
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((H96000009881)) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: KIRSCHNER, MAIN, PETRIE, GRAHAM & TA
DEPARTMENT OF STATE 1 INDPNDT. DR., STE.2000
STATE OF FLORIDA PO BOX 1559
409 EAST GAINES STREET JACKSONVILLE FL 32201
TALLAHASSEE, FL 32399 CONTACT: BETTY WILSON
FAX: (904) 922-4000 PHONE: (904) 354-4141
FAX: (904) 358-2199
DOCUMENT TYPE: BASIC AMENDMENT
NAME: PARK VIEW INNS, INC.
FAX AUDIT NUMBER: H96000009881 CURRENT STATUS: REQUESTED
DATE REQUESTED: 07/16/1996 TIME REQUESTED: 16:54:41
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
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N. HENDRICKS JUL 18 1996

Amended



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 17, 1996

PARK VIEW INNS, INC.
140 W. MONROE STREET
JACKSONVILLE, FL 32202

SUBJECT: PARK VIEW INNS, INC.
REF: P9600006347

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

FAX Aud. #: H9600009881
Letter Number: 596A00034564

DIVISION OF CORPORATIONS

96 JUL 17 PM 2:45

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(H96000009881)

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
PARK VIEW INNS, INC.

FILED
96 JUL 17 AM 7:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Park View Inns, Inc. (the "Company").
2. The Articles of Incorporation of the Company are amended by changing Article VII thereof so that, as amended, said article shall read as follows:

ARTICLE VII - THE BOARD OF DIRECTORS

"The Board of Directors of the Company shall consist of seven (7) members. The number of directors may be increased or decreased from time to time by action of the Board of Directors or shareholders, but in no case shall there be less than one (1) director."

3. The amendment to the Articles of Incorporation of the Company were duly adopted by the Board of Directors of the Company on July 16, 1996 and approved by the Shareholders of the Company on July 16, 1996.
4. The number of votes cast for the amendment to the Articles of Incorporation was sufficient for approval.

Executed this 16th day of July, 1996.

Park View Inns, Inc.

(SEAL)

By: [Signature]
Print Name: Martin Petrie
Its: President

Robin C. Barco, Esquire
P. O. Box 1559
Jacksonville, FL 32201-1559
(904)354-4141
Florida Bar No: 0045063

(H96000009881)