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February 22, 1996

Secretary Of State
Corporate Division
Tallahassee, Florida 32304

Re: Caribbean Hotel Services, Inc.

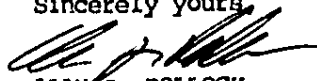
Gentlemen:

300001722849
-02/23/96--01073--011
****122.50 ****122.50


I enclose herewith original and one copy of the Articles of Incorporation for the above corporation, together with my check in the amount of \$122.50, being the filing fee of \$35.00, \$35.00 Registered Agent Designation, \$52.50 Certified Copy of the Articles.

Upon approval of the enclosed, please provide me with one certified copy of the Articles.

Sincerely yours,


ALAN J. POLLOCK
AJP/mkp
Encl.
\$122.50

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
96 FEB 23 PM 12:55

2/26/96


**ARTICLES OF INCORPORATION
OF
CARIBBEAN HOTEL SERVICES, INC.**

FILED
95 FEB 23 PM 12:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators hereby form a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be: **CARIBBEAN HOTEL SERVICES, INC.** The address of the principal office of this corporation shall be 5130 N. Federal Highway, Suite 3, Ft. Lauderdale, Florida 33308, and the mailing address shall be 5130 N. Federal Highway, Suite 3, Ft. Lauderdale, Florida 33308.

ARTICLE II - NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. - ADDRESS

The street address of the initial registered office of the corporation shall be 5130 N. Federal Highway, Suite 3, Ft. Lauderdale, Florida 33308, and

the name of the initial registered agent of the corporation at that address is
DAVID L. GRABOWSKI.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until a successor or successors are elected or appointed are:

DAVID L. GRABOWSKI
Pres./Secy./Dir.

5130 N. Federal Highway #3
Ft. Lauderdale, Florida 33308

SCOTT CHRISTENSEN
Vice-Pres./Treas./Dir.

5130 N. Federal Highway #3
Ft. Lauderdale, Florida 33308

ARTICLE VII. INCORPORATOR

The names and street addresses of the incorporators to these Articles of Incorporation are:

DAVID L. GRABOWSKI, 5130 N. Federal Highway, #3, Ft. Lauderdale, Florida 33308.

SCOTT CHRISTENSEN, 5130 N. Federal Highway, #3, Ft. Lauderdale, Florida 33308.

IN WITNESS WHEREOF, the undersigned incorporators have hereunto set their hands and seals this day of February, 1996.



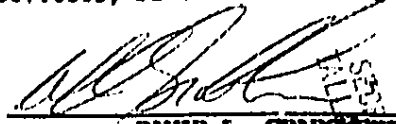
DAVID L. GRABOWSKI



SCOTT CHRISTENSEN

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

DAVID L. GRABOWSKI at the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



DAVID L. GRABOWSKI

61 FEB 23 PM 12:55
SECRET
FLORIDA