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TALLAHASSEE, FL 32310-1007
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FAX: 904-222-0111

00-3418

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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 987580 4362620

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 14, 1996

ORDER TIME : 9:48 AM

ORDER NO. : 987580

CUSTOMER NO: 4362620

CUSTOMER: Ms. Kera J. Draetta
RAYMOND & BAUMEL

1200 N. Federal Hwy. / Ste 411

Boca Raton, FL 33432

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-06/14/96--01048--021
****122.50 ****122.50

DOMESTIC FILING

NAME: CALIFORNIA HOSPITALITY GROUP,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 PM 1:07

RECEIVED
96 JUN 14 AM 10:30
DIVISION OF CORPORATIONS
96

LAW OFFICES
RAYMOND & RAYMOND
PROFESSIONAL ASSOCIATION
1200 NORTH FEDERAL HIGHWAY, SUITE 411
BOCA RATON, FLORIDA 33432

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 14 PM 1:07

VERO BEACH OFFICE: RAYMOND & RAYMOND, P.A.
2801 OCEAN DRIVE, SUITE 202-B
VERO BEACH, FLORIDA 33961
TELEPHONE (561) 234-3700
TELECOPIER (561) 234-4663

TELEPHONE (561) 368-2151
TELECOPIER (561) 368-4668

MICHIGAN OFFICE: RAYMOND & RAYMOND, P.C.
305 NORTH WOODWARD AVENUE, SUITE 2300
BLOOMFIELD HILLS, MICHIGAN 48304
TELEPHONE (810) 643-2322
TELECOPIER (810) 238-2831

June 13, 1996

VIA FEDERAL EXPRESS
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: CALIFORNIA HOSPITALITY GROUP, INC.


Dear Sir/Madam:

Enclosed for filing are the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$122.50 to cover fees as follows:

Filing Fee	\$ 35.00
Resident Agent Fee	35.00
Certified Copies	<u>52.50</u>
TOTAL:	<u>\$122.50</u>

Please direct the certified copy of the Articles and any questions to the undersigned.

Sincerely,
RAYMOND & RAYMOND, P.A.


Kera J. Draetta
Corporate Paralegal

Enclosures

ARTICLES OF INCORPORATION

OF

CALIFORNIA HOSPITALITY GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUL 14 PM 1:07

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is CALIFORNIA HOSPITALITY GROUP, INC..

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 at \$.01 par value common shares.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The street address of the Corporation shall be 5830 NW 25th Terrace, Boca Raton, FL 33496. The name of the Corporation's initial registered agent is John J. Raymond, Jr..

ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is two (2). The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Thomas F. Kloberg	5830 NW 25th Terrace Boca Raton, FL 33496
Mark Kloberg	5830 NW 25th Terrace Boca Raton, FL 33496

The initial directors may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI

The name and address of the incorporator is John J. Raymond, Jr., RAYMOND & RAYMOND, P.A., 1200 North Federal Highway, Suite 411, Boca Raton, FL 33432.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the By-Laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the By-Laws.

ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XI

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

Dated this 13 day of June, 1996.

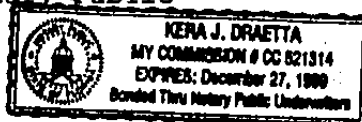
John J. Raymond, Jr.

John J. Raymond, Jr.
Incorporator

STATE OF Florida)
) ss.
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me this 13 day of June, 1996, by John J. Raymond, Jr., who is personally known to me and did take an oath.

Kera J. Draetta
Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 14 PM 1:07

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That CALIFORNIA HOSPITALITY GROUP, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 5830 NW 25th Terrace, Boca Raton, FL 33496, has named John J. Raymond, Jr., located at RAYMOND & RAYMOND, P.A., 1200 North Federal Highway, Suite 411, Boca Raton, FL 33432, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

John J. Raymond, Jr.

John J. Raymond, Jr.