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JOHN F. LAURENT

of BRADLEY JOHNSON LAW FIRM, P.A.

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R. T. NELSON, JR.
CLAY A. TERRY
JOHN F. LAURENT
NORMAN WHITE
ROBERT L. WILLIAMS, JR.
D. ANDREW HUNT
MARK H. SMITH

June 24, 1996

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

200001878172
-06/27/96--01059--011
****122.50 ****122.50

Re: Kishan, Inc.

Dear Sirs:

Enclosed please find the original and one (1) copy of the executed Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$122.50, which represents payment of the following:

Filing Fee	\$ 70.00
Certified Copy	<u>52.50</u>
Total -----	\$122.50 =====

Please return to my office a certified copy of the Articles of Incorporation and the Charter.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,


John F. Laurent

:bmh

Enclosures

cc: Kshama B. Patel
Jitendra U. Mehta
Dilip P. Amin
Sujata H. Patel

PH
6/28/96

ARTICLES OF INCORPORATION
OF
KISHAN, INC.

FILED
96 JUN 27 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is Kishan, Inc.

ARTICLE TWO

The duration of the corporation is to be perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To own and operate a Days Inn franchise.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000). Such shares shall be of a single class, and shall have a par value of No Dollars

and 50/100 (\$.50). All stock issued shall be hold of record by not more than ten (10) persons. Stock shall be issued and transferable to natural persons who are not nonresident aliens.

ARTICLE FIVE

The street address of the principal office of the corporation is: 116 Lake Thomas Drive, Winter Haven, Florida 33880. The street address of the initial registered office of the corporation is: 2127 Edgewater Circle, Southeast, Winter Haven, Florida 33880. The designated registered agent at that address is: Jitendra U. Mehta.

ARTICLE SIX

The number of directors constituting the initial board of directors is four (4). The name and address of each person who is to serve as a member of the initial board of directors are:

1. Kshama B. Patel
534 Greendale Drive
Janesville, Wisconsin 53546
2. Jitendra U. Mehta
2127 Edgewater Circle, Southeast
Winter Haven, Florida 33880
3. Dilip P. Amin
2540 Knox Drive
Rockford, Illinois 61114
4. Sujata H. Patel
116 Lake Thomas Drive
Winter Haven, Florida 33880

ARTICLE SEVEN

The name and address of each incorporator are:

1. Kshama B. Patel
534 Greendale Drive
Janesville, Wisconsin 53546
2. Jitendra U. Mehta
2127 Edgewater Circle, Southeast
Winter Haven, Florida 33880
3. Dilip P. Amin
2540 Knox Drive
Rockford, Illinois 61114
4. Sujata H. Patel
116 Lake Thomas Drive
Winter Haven, Florida 33880

ARTICLE EIGHT

There shall be no power to levy any assessment on any shares of the stock of this corporation.

ARTICLE NINE

The power to adopt, alter, amend, or repeal by-laws shall be vested in the board of directors and the shareholders.

Kshama B. Patel
KSHAMA B. PATEL

Jitendra U. Mehta
JITENDRA U. MEHTA

Dilip P. Amin
DILIP P. AMIN

Sujata H. Patel
SUJATA H. PATEL

STATE OF WISCONSIN
COUNTY OF Rock

BEFORE ME, the undersigned authority, this day personally appeared Kshama B. Patel, who, by me being first duly sworn, X who is personally known or who has produced her Wisconsin driver's license as identification and deposes and says that she signed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 13 day of June
A.D., 1996. May

Timothy J. Bucher Jr.
Timothy J. Bucher Jr.
Printed Name: Timothy J. Bucher Jr.
Notary Public Timothy J. Bucher Jr.
State of Wisconsin at Large
My Commission Expires: 11-21-99

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, this day personally appeared Jitendra U. Mehta, who, by me being first duly sworn, who is personally known or who has produced her Florida driver's license as identification and deposes and says that she signed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 20th day of June
A.D., 1996. May

Patty Jean Duff
Printed Name: Patty Jean Duff
Notary Public
State of Florida at Large
My Commission Expires:



STATE OF ILLINOIS
COUNTY OF Winnebago

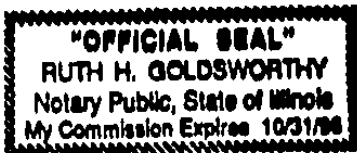
FILED

96 JUN 27 AM 9:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, this day personally appeared Dilip P. Amin, who, by me being first duly sworn, who is personally known or who has produced his ~~Florida~~ Illinois driver's license as identification and deposes and says that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 13th day of ~~May~~ June A.D., 1996.

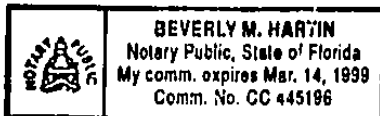


Ruth H. Goldsworthy
Printed Name: Ruth H. Goldsworthy
Notary Public
State of Illinois at Large
My Commission Expires: 10-31-96

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, this day personally appeared Sujata H. Patel, who, by me being first duly sworn, who is personally known or who has produced her Florida driver's license as identification and deposes and says that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 19th day of ~~May~~ JUNE A.D., 1996.



Beverly M. Hartin
BEVERLY M. HARTIN
Notary Public
State of Florida at Large
My Commission Expires:

ACCEPTANCE OF RESIDENT AGENT

I, Jitendra U. Mehta, hereby accept the designation as resident agent of Kishan, Inc.

DATED this 20th day of June May, A.D., 1996.

Jitendra U. Mehta
JITENDRA U. MEHTA