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LAW OFFICES  
ALEXANDER & VANN  
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POST OFFICE BOX 1470  
THOMASVILLE, GEORGIA 31790-1470  
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July 18, 1996

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

500001301435  
-07/23/96--01042--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Capital City Hotels, Inc.

Dear Sir:

Enclosed is an original and one copy of the Articles of Incorporation of Capital City Hotels, Inc. and our check for \$70.

Please file the Articles of Incorporation, issue a Certificate of Incorporation, take other actions as required by law to effect the incorporation, and return the Certificate of Incorporation to us.

Very truly yours,

ALEXANDER & VANN

By: David E. Wilder  
David E. Wilder

DEW/jk  
Enclosure

JUL 24 1996

BSB

FILED  
96 JUL 22 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CAPITAL CITY HOTELS, INC.**

**FILED**  
96 JUL 22 AM 11:46  
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 the Corporation shall be: CAPITAL CITY HOTELS, INC.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business of the Corporation shall be: 330 North Broad Street, Suite G, Thomasville, Georgia 31792.

The mailing address of the Corporation shall be: P. O. Box 679, Thomasville, Georgia 31799.

**ARTICLE III**

**CAPITAL STOCK**

The total number of shares of stock which the Corporation has authority to issue is 10,000 shares of capital stock, all of which shall be designated "common stock." The shares of common stock shall have unlimited voting rights and shall be entitled to receive all of the net assets of the Corporation upon liquidation or dissolution.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is Thomas B. Perrin, 6120 Pickwick Road, Tallahassee, Florida 32308.

**ARTICLE V**

**INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of five (5) persons. The names and street addresses of the members of the initial Board of Directors of this Corporation who shall hold office until the first annual meeting of the shareholders and thereafter until their successors are elected are as follows:

Cochran A. Scott, Jr.  
330 N. Broad St., Suite G  
Thomasville, GA 31792

Randall Moore  
2013 Marty Drive  
Thomasville, GA 31792

Thomas E. Perrin  
551 High Oaks Court  
Tallahassee, FL 32312

Thomas B. Perrin  
6120 Pickwick Road  
Tallahassee, FL 32308

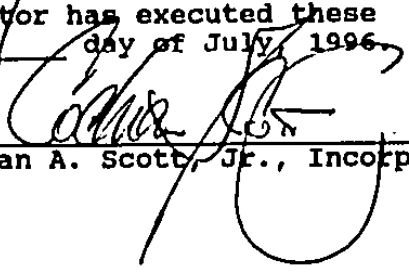
Eddie Mitchell  
3536 North Meridian Road  
Tallahassee, FL 32312

**ARTICLE VI**

**INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is Cochran A. Scott, Jr., 330 North Broad Street, Suite G, Thomasville, Georgia 31792.

The undersigned incorporator has executed these Articles of Incorporation this 11 day of July, 1996.

  
\_\_\_\_\_  
Cochran A. Scott, Jr., Incorporator

FILED

96 JUL 22 AM 11:46

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: CAPITAL CITY HOTELS, INC.
2. The name and address of the registered agent and office is: Thomas B. Perrin, 6120 Pickwick Rd., Tallahassee, FL 32308.

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.

  
\_\_\_\_\_  
Thomas B. Perrin

Date: July 15, 1996