

P96000084002

LAW OFFICE OF
O'NEAL & BOOTH, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -7 AM 9:23

Third Floor
2300 East Oakland Pk. Blvd
Ft. Lauderdale, Florida 33306

305-563-4803
Fax 563-4881

PATRICK O'NEAL, ESQ.
L. Byrd Booth, Jr. (1940-83)

October 3, 1996

Department of State
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

300001967403
-10/08/96--01083--002
****122.50 ****122.50

Re: HOSPITALITY INTERNATIONAL AUDITS, INC.

Gentlemen:

Enclosed is original and one copy of Articles of Incorporation, together with check in the amount of \$122.50 which covers the following: filing fee \$35.00; certified copy \$52.50; resident agent \$35.00.

Please issue charter for said corporation.

Sincerely,


PATRICK O'NEAL

PON:clh

Enc.

D. BROWN OCT 11 1996

ARTICLES OF INCORPORATION

OF

Hospitality International Audits, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -7 PM 9:23

ARTICLE I - NAME

The name of this corporation is:

Hospitality International Audits, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized pursuant to Florida Statutes 607 to 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, county, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation is:

1339 Ponce Deleon Drive, Fort Lauderdale, FL 33312

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors are:

33312

Hubert Smith
of 1339 Ponce Deleon Drive, Fort Lauderdale, FL

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

Hubert Smith

ARTICLE IX - AMENDMENT

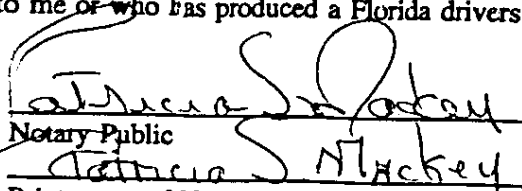
This corporation reserves the right to amend any provisions contained in these Articles of Incorporation and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3 day of Oct., 1996.


Hubert Smith

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 3 day of October, 1996 by Hubert Smith, who is personally known to me or who has produced a Florida drivers license as identification and who did take an oath.


Notary Public

Print name of Notary

My Commission Expires:



OFFICIAL SEAL
PATRICIA S. MACKEY
My Commission Expires
April 4, 1997
Comm. No. CC 273681

SECRET FILED
DIVISION OF STATE RECORDS
95 OCT -7 PM 9:23

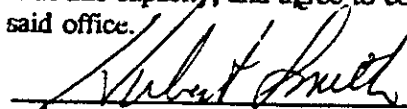
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Hospitality International Audits, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Fort Lauderdale, County of Broward, State of Florida, has named Hubert Smith, located at 1339 Ponce Deleon Drive, Fort Lauderdale, FL 33312, County of Broward, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Registered Agent