Jerry M. Syrop 1515 University Drive Suite 218 Coral Springs, FL 33071 (954) 346-7622 FAX (954) 346-3212

December 16, 1996

Florida Department of State **Bureau of Corporate Records** Division of Corporations PO Box 6327 Tallahassee, Florida 32314

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Gentlemen:

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Enclosed please find two copies of the Articles of Incorporation for filing and a check in the amount of \$70.00 for the filing fees for the company letted below:

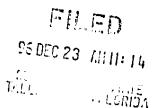
> D&B HOTEL INVESTMENT COMPANIES, INC. C/O JERRY M. SYROP 1515 UNIVERSITY DRIVE **SUITE 218** Coral Springs, FL 33071

Please file and return a date-stamped copy to me at the following address:

Jerry M. Syrop, Subscriber 1515 University Drive Suite 218 Coral Springs, FL 33071 (954) 346-7622

Ve. / truly yours,

Subscriber



ARTICLES OF INCORPORATION OF D&B HOTEL INVESTMENT COMPANIES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

D&B HOTEL INVESTMENT COMPANIES, INC.

The principal place of business of this corporation shall be:

D&B Hotel Investment Companies, Inc. C/O Jerry M. Syrop 1515 University Drive Suite 218 Coral Springs, FL 33071

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or 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 10,000 shares of stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 1515 University Drive, Suite 218, Coral Springs, FL 33071 and the name of the initial registered agent of the corporation at that address is Jerry M. Syrop.

ARTICLE V. TERM OF EXISTENCE

The term for which this corporation shall exist is perpetual.

ARTICLE VI. OFFICERS and DIRECTORS

This corporation initially shall have no Directors and Officers. The affairs of the Corporation will be managed by the shareholders until elections can be held as provided by the Bylaws.

ARTICLE VII. SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is:

Jerry M. Syrop 1515 University Drive Suite 218 Coral Springs, FL 33071

The subscriber hereby states that he is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on the 17th day of December, 1996.

STATE OF FLORIDA COUNTY OF Drauge)

SUSA SCOMM EXP

SUSAN A. GERSTENFELD COMMISSION # CC 316681 EXPIRES SEP 16, 1907

The foregoing instrument was acknowledged before me this 17th day of December, 1996,