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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ATLANTIC BEACH HOTEL, INC. 000002120510--9
-03/21/97--01068-005
****122.50 ****122.50
(Corporation Name) (Document #)

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
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 97 MAR 19 PM 12:59
 97 MAR 20 AM 11:08
 SECRETARY OF STATE
 DIVISION OF CORPORATION

Person giving to Joria

**ARTICLES OF INCORPORATION
OF
ATLANTIC BEACH HOTEL, INC.**

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

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97 MAR 19 PM 1:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I

The name of the corporation shall be: ATLANTIC BEACH HOTEL, INC.

II

The purposes and general nature of the business to be transacted by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which a part hereafter may be authorized by law.

- B. To engage in the business of hotel operation and related businesses.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is Five Hundred (500) shares of One Dollar (\$1.00) par value.

IV

The amount of capital with which this corporation shall begin business shall be Five Hundred and No/100 (\$500.00) Dollars.

V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be at: 411 Washington Avenue
Miami Beach, FL 33139

VII

The Board of Directors of this corporation shall consist of not less than one (1) nor more than one (1) members.

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

NAME	ADDRESS	TITLE
MICHAEL KADOSH	2034 Fisher Island Drive Fisher Island, FL 33139	President/Vice President Secretary/Treasurer

The registered agent and the registered office for this corporation are:

MICHAEL KADOSH, 411 Washington Avenue, Miami Beach, FL 33139

The name and address of the subscriber to these articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of Five Hundred and No/100 (\$500.00) Dollars, the amount of capital with which this corporation shall begin business are as follows:

NAME	ADDRESS	SHARE
MICHAEL KADOSH	2034 Fisher Island Drive Fisher Island, FL 33139	500

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

NAME	ADDRESS	TITLE
MICHAEL KADOSH	2034 Fisher Island Drive Fisher Island, FL 33139	President, Vice President, Secretary, Treasurer

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other office as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

VIII

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Article of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


MICHAEL KADOSH

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these articles of Incorporation.


MICHAEL KADOSH

97 MAR 19 PM 12:59

FILED

STATE OF FLORIDA)
COUNTY OF DADE)

I hereby certify that on this day personally appeared MICHAEL KADOSH, to me well known to be the same described in and who executed these Articles of Incorporation, and acknowledged the articles to be the act and deed of the subscriber and that the

facts set forth therein are true. Produced Florida Drivers License No. _____
and _____ for identification Personally Known

WITNESS my hand and seal at North Miami, Dade County, Florida, this 18
day of March, 1997.

Cheryl Matthews
NOTARY PUBLIC

