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HARPER, KYNES

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(P97000007189))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: HARPER, KYNES, GELLER
CONTACT: JACK J GELLER
PHONE: (813)799-4840

ACCT#: 070651000745

FAX #: (813)797-8206

NAME: SATARI REAL ESTATE CORPORATION

AUDIT NUMBER.....H97000007198

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

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MAY -1 AM 7:52
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
SATARI REAL ESTATE CORPORATION

FILED
97 MAY -1 PM 7:52
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME AND PRINCIPAL OFFICE OF CORPORATION

Satari Real Estate Corporation shall be the name of this corporation, and the mailing address and its principal office shall be: 30798 U.S. Highway 19 North, Palm Harbor, Florida 34684.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have on hand at any time is 10,000 shares of common stock having \$1.00 par value. The authorized capital stock may be paid for in cash, services or other property at a just value to be fixed by the board of directors of the corporation at any regular or special meeting of the same.

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares which the shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE IV - ADDRESS AND RESIDENT AGENT

The street address of the initial registered office of this corporation is: 30798 U.S. Highway 19 North, Palm Harbor, Florida 34684, and the name of the initial registered agent of the corporation

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THIS INSTRUMENT PREPARED BY:
JACK J. GELLER, Attorney
2560 Gulf To Bay Boulevard
Suite 300
Clearwater, Florida 34625
813 - 799-4840
Florida Bar No. 243991

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at that address is: Donald H. Morris. Having been so named to accept said service of process, said registered agent hereby accepts said designation to act in said capacity and agrees to comply with the provisions of the Florida Statutes relating to keeping open said office and so accepts by signing the Articles of Incorporation hereunder.

ARTICLE V - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the shareholders of this Corporation.

ARTICLE VI - INITIAL INCORPORATOR

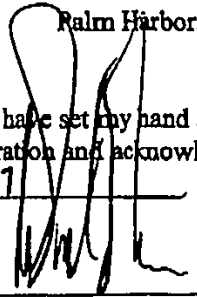
Incorporators

Donald H. Morris

Address

30798 U.S. Highway 19 North
Palm Harbor, FL 34684

IN WITNESS WHEREOF, I, the undersigned, have set my hand and seal to the foregoing Articles of Incorporation for Satari Real Estate Corporation and acknowledge the same under the laws of the State of Florida, this 24 day of April 1997


Donald H. Morris
Incorporator and Registered
Agent

satarl,art

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TALLAHASSEE, FLORIDA

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FLORIDA DIVISION OF CORPORATIONS
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((H97000007214 4)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ENGLISH, MCCAUGHAN & O'BRYAN, P.A.
CONTACT: DEBRA H CHRYSTIE
PHONE: (305)462-3300

ACCT#: 076067004147

FAX #: (305)763-2439

NAME: PATEL HOLDINGS INC.

AUDIT NUMBER.....H97000007214

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

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5/1/97

FAX AUDIT NO. H97000007214

ARTICLES OF INCORPORATION
OF
PATEL HOLDINGS, INC.
A FLORIDA CORPORATION

The undersigned, acting as Incorporator of PATEL HOLDINGS, INC., a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is Patel Holdings, Inc. and the street address of the initial principal office of the Corporation is c/o Rest Inn, 333 South Federal Highway, Danla, Florida 33004.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue One Hundred Thousand (100,000) shares of One Dollar (\$1.00) par value Common Stock.

PREPARED BY: DANIEL P.J. O'CONNOR, ESQ.
100 N.E. Third Avenue, Suite 1100
Fort Lauderdale, FL 33301
(954) 462-3300
Fla. Bar No. 115710

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is c/o Rest Inn, 333 South Federal Highway, Dania, Florida 33004 and the name of the Initial Registered Agent of the Corporation at that address is Manojkumar Patel.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one Director to hold office until the first Annual Meeting of Shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The name and address of the Initial Director of the Corporation is Manojkumar Patel, c/o Rest Inn, 333 South Federal Highway, Dania, Florida 33004.

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is Daniel P.J. O'Connor, English, McCaughan & O'Bryan, P.A., 100 Northeast Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 1 day of May, 1997.


DANIEL P.J. O'CONNOR, Incorporator

FAX AUDIT NO. H97000007214

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for PATEL HOLDINGS, INC. at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Business Corporation Act 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.

Dated: 5/1/97By: 
Manojkumar Patel, Initial
Registered Agent

FAX AUDIT NO. H97000007214