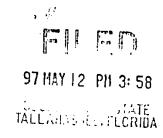
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CR2E031(1.95)

ARTICLES OF INCORPORATION OF VISTA HOSPITALITY, INC



ARTICLE 1.

The name of this corporation is Vista Hospitality, Inc

ARTICLE II. PURPOSE

This corporation is organized for the following purpose(s):

 To engage in any or all lawful business for which corporation may be incorporated under the laws of Florida.

ARTICLE III.

The corporation shall have the following powers:

- To have a corporate seal, which may be altered at pleasure, and to be the same by causing it, or a
 facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal
 in and with real or personal property to any interest therein, wherever situated.
- To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- To lend money to, and use its credit to assist its officers and employees in accordance with law.
- To purchase, take, receive, subscribe for, or otherwise acquire own, hold, vote, use, employ, sell,
 mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with shares or
 other interests in, or obligations of, other domestic or foreign corporations, associations,
 partnerships, or individuals, or direct or indirect obligations of the United States or of any other
 government, state, territory, governmental district, or municipality or of any instrumentality thereof.
- To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the
 corporation may determine, issue its notes, bonds, and other obligations, and secure any of its
 obligations by mortgage or pledge of all or any of its property, franchises, and income.
- To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and
 personal property as security for the payment of funds so loaned or invested.
- To conduct its business, carry on its operations, and have offices and exercise the powers granted by taw within or without this state.
- To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

- To make and alter By-Laws, not inconsistent with its Articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- To make donations for the public welfare and for charitable, scientific, or educational purposes.
- To transact any lawful business which the board of directors shall find will be in aid of governmental policy.
- To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option
 plans, and other incentive plans for any or all of its directors, officers, and employees and for any or
 all of the directors, officers, and employees of its subsidiaries.
- To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise.
- To have and exercise all powers necessary or convenient to effects its purposes.

ARTICLE IV. COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence existence upon filing of these Articles, and shall have perpetual
existence.

ARTICLE V. CAPITAL STOCK

This corporation is authorized to issue 8,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

 The street address of the initial registered office of this corporation, and the name of the initial registered agent of this corporation at that address is:

> Oswald Deally 221 E. Colonial Dr.Orlando, FL. 32801

ARTICLE VII. INITIAL BOARD OF DIRECTORS

 This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time as set forth in the By-Laws. The names and addresses of the directors of this corporation is:

Kamlesh Patel 221E. Colonial Dr Orlando, FL. 32801

ARTICLE VIII.

The names and addresses of the persons signing these Articles of incorporation is:

Kamlesh Patel 221 E. Cojonial Dr Orlando, FL. 32801

ARTICLE IX. BYLAWS

 The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X. RESTRICTIONS ON TRANSFER OF STOCK

 Transfer of shares of capital stock of this corporation may be restricted by the By-Laws or by agreement among the shareholders.

ARTICLE XI. AMENDMENT

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

ARTICLE XII. PRINCIPAL OFFICE

The principal office address is 221 E. Colonial Dr. Orlando, FL 32801

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this $\underline{64}$ day of \underline{MAY} , $\underline{1997}$.

Kamlesh Patel

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE,ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared K. Patel, who produced $FL \cdot DK \cdot LIC$ as identification and to me known to be the person who executed the foregoing Articles of Incorporation, and who swore to and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF. have hereunto set my hand and affixed my official seal in the state and county aforesaid, this $6 \, \text{M}$ day May, 1997

Notary Public

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE 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:

Vista Hospitality, Inc
First -- that desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Orlando, County of Orange, State of Florida, has named Deally 3107 Blakely Dr Drive, Orlando, Florida 32835, as process within this state.

ACKNOWLEDGEMENT

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

Oswald Deally Registered Agent at the mply with in.