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SOUTHERN FINANCIAL CORPORATION  
1724 NE 2nd STREET  
GAINESVILLE, FL 32609  
(352) 377-5626

May 16,, 1997

Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

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\*\*\*\*122.50 \*\*\*\*122.50

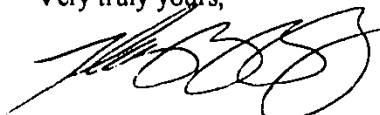
Gentlemen:

Enclosed are the Articles of Incorporation for **MOUNTAINVIEW LODGING, INCORPORATED**, together with a check in the amount of \$122.50 to cover the following filing fees:

Corporation filing fee	\$35.00
Registered Agent Certificate	35.00
Certification	<u>52.50</u>
<b>TOTAL</b>	<b>\$122.50</b>

Thank you for your prompt attention to this filing.

Very truly yours,



Thomas F. Murphy

FILED  
97 MAY 19 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Handwritten signature and date: 5/21/97

**ARTICLES OF INCORPORATION  
OF  
MOUNTAINVIEW LODGING, INCORPORATED**

97 MAY 19 PM 12:55  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

**ARTICLES I. NAME**

The name of the corporation shall be:

**MOUNTAINVIEW LODGING, INCORPORATED**

The principal place of business of this corporation shall be 1724 NE 2nd Street,  
Gainesville, FL 32609.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country 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 500 shares of common stock having \$1.00 par value per share.

**ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be 1724 NE 2nd Street, Gainesville, FL 32609 and the name of the initial registered agent of the corporation at that address is Lorraine B. Murphy.

#### **ARTICLE V. BOARD OF DIRECTORS**

The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three Directors initially. The number of Directors may be increased or decrease from time to time, by the By Laws.

The names and addresses of the persons who are to serve as Directors until their successor or successors are elected and have qualified are:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Michael Massey	1724 NE 2nd Street Gainesville, Florida 32609
Lorraine Murphy	5307 NW 91 Blvd. Gainesville, Florida 32653
Peter Thompson	110 Ski Hill Road Breckenridge, Colorado 80424

#### **ARTICLE VI. BY-LAWS**

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

#### **ARTICLE VII. TERM OF EXISTENCE**

The corporation is to exist perpetually.

#### **ARTICLE VIII. PREEMPTIVE RIGHTS**

Every shareholder upon the sale for cash of any new stock of this corporation of the kind,  
  
class or service as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

#### **ARTICLE IX. SPECIAL PROVISION**

It is the intent of the incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and that the corporation will file as an 'C' Corporation.

#### **ARTICLE X. OFFICERS**

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are;

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Peter Thompson	110 Ski Hill Road
President	Breckenridge, CO 80424
Michael Massey	1724 NE 2nd Street
Vice President	Gainesville, Florida 32609
Lorraine Murphy	5307 NW 91 Blvd.
Secretary, Treasurer	Gainesville, FL 32653

#### **ARTICLE XI. INCORPORATOR**

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

**Lorraine B. Murphy**  
**5307 NW 91 Blvd.**  
**Gainesville, FL 32653**

## ARTICLE XII. AMENDMENTS


These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present, after notice in writing of the exact wording of the proposed amendment at two regularly scheduled meetings.

## ARTICLE XIII. DISSOLUTION

In the event of dissolution, the assets of the corporation shall be distributed to the stockholders.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, has hereunto set

my hand and seal this 16 day of MAY 1997 for the purpose of forming this corporation.

A handwritten signature in cursive script, appearing to read 'L B Murphy', is written over a horizontal line.

Lorraine B. Murphy

**STATE OF FLORIDA**

**COUNTY OF ALACHUA**

BEFORE ME, a Notary public duly authorized in the state and county above named to take acknowledgments, personally appeared **LORRAINE B. MURPHY** to me well

known to be the person described as a subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state names above this 16  
day of May, 1997.

Karen D Fox  
Karen D Fox  
Notary Public  
State of Florida at Large

My commission expires:

Personally Known



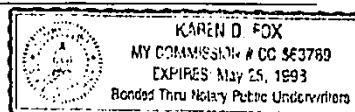
I, Lorraine B. Murphy, certify that I am familiar with and accept the responsibilities as

registered agent for this corporation.

*LS*  
Lorraine B. Murphy, Incorporator

Notary Karen D Fox  
Karen D Fox

Personally Known



FILED  
97 MAY 19 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA