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FILED

97 JUN 13 PM 12:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

400002211644--2

-06/13/97--01064--002  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

OFFICE USE ONLY

Wilson W. Wright

(Requestor's Name)

217 S. Adams Street

(Address)

Tallahassee, FL 32301 904-224-5169

(City, State, Zip)

(Phone #)

400002211644--2

-06/13/97--01064--003  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

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

1. Pilgrim Lodging Corporation  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_

☒ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

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	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
97 JUN 13 AM 11:00  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS

Pick-up  
1:00

Examiner's Initials

PA  
6/13/97

WILLIAM T. KIRTLEY, P.A.

ATTORNEY AT LAW

TELEPHONE  
(941) 952-9750  
FAX  
(941) 955-4027

2940 SOUTH TAMiami TRAIL  
SARASOTA, FLORIDA 34239

June 12, 1997

Wilson W. Wright, Esq.  
217 South Adams Street  
Tallahassee, FL 32301

Re: PILGRIM LODGING CORPORATION

Dear Mr. Wright:

Enclosed please find Articles of Incorporation for PILGRIM LODGING CORPORATION. Please walk the enclosed Articles of Incorporation through the Secretary of State's office for us on Friday, June 13, 1997. A check in the amount of \$122.50 is enclosed to cover the filing fee for these Articles of Incorporation. We need to have a good standing certificate as well and an additional check in the amount of \$8.75 is also enclosed.

A check in the amount of \$50 is also enclosed to cover your services.

After the Articles of Incorporation have been filed tomorrow, please return the certified copy and good standing certificate by Federal Express to K. Jerome Adair for Saturday delivery. I have enclosed a Federal Express air bill for your convenience.

If you have any questions with respect to the enclosed filing, please contact me. Thank you for your assistance with this filing.

Very truly yours,

  
Catherine J. Scott  
Certified Legal Assistant

Enclosures

ARTICLES OF INCORPORATION

OF

PILGRIM LODGING CORPORATION

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the corporation is:

PILGRIM LODGING CORPORATION

ARTICLE II - Mailing Address

The mailing address of the corporation shall be:

3731 Red Oak Court  
Lake Wales, Florida 33853

ARTICLE III - Capital Stock

Section 1. The total number of shares of all classes of stock which the corporation shall have authority to issue is two million (2,000,000) shares.

The corporation shall have authority to issue two (2) classes of stock. One million (1,000,000) shares shall be Class A Common Stock having a par value of \$.10 (hereinafter referred to as "Class A Common Stock") and one million (1,000,000) shares shall be Class B Common Stock having a par value of \$.10 (hereinafter referred to as "Class B Common Stock").

Section 2. Statement of Relative Rights in Respect of Shares of Each Class. A description of the two classes of common stock and a statement of the relative rights of the holders of stock of each such class are as follows:

A. Class A Common Stock.

(1) Each holder of Class A Common Stock shall have one (1) vote for each share of Class A Common Stock held by him in all matters submitted to a vote of the stockholders. Cumulative voting in the election of directors will not be allowed.

(2) The Class A and Class B Common Stock shall be equal in every respect with respect to receiving dividends (cash or in the securities of the corporation), rights upon the liquidation and dissolution of the corporation and other matters except that the shares of Class B Common Stock shall be without voting rights.

B. Class B Common Stock.

(1) The holders of Class B Common Stock shall only have voting rights in those instances and as required by the provisions of Chapter 607, Florida Statutes, as amended from time to time.

(2) The Class A and Class B Common Stock shall be equal in every other respect with respect to receiving dividends (cash or in the securities of the corporation), rights upon the liquidation and dissolution of the corporation and other matters.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2940 South Tamiami Trail, Sarasota, Florida 34239 and the name of the initial registered agent of this corporation at that address is WILLIAM T. KIRTLEY.

#### ARTICLE V - Incorporator

The name and address of the person signing these Articles is:  
WILLIAM T. KIRTLEY, 2940 South Tamiami Trail, Sarasota, Florida  
34239.

#### ARTICLE VI - Bylaws

The power to adopt, alter, amend or repeal Bylaws of this corporation shall be vested in either the Board of Directors or shareholders; provided, however, that the Board of Directors may not alter, amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide that the Bylaw is not subject to alteration, amendment or repeal by the Board of Directors.

#### ARTICLE VII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

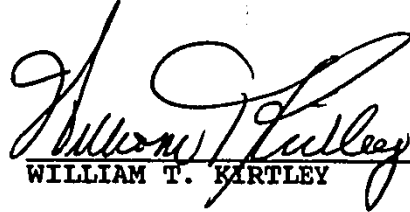
#### ARTICLE VIII - Affiliated Transactions

The provisions of Chapter 607.0901, Florida Statutes, as amended, shall not apply to this corporation.

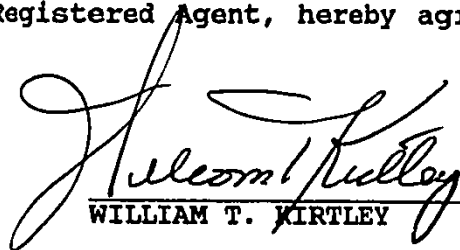
#### ARTICLE IX - Control Share Acquisitions

The provisions of Chapter 607.0902, Florida Statutes, as amended, shall apply to this corporation.

WITNESS my hand and seal at Sarasota, Florida this 12th day  
of June, 1997.

  
WILLIAM T. KIRTLEY

The undersigned, having been designated in the foregoing  
Articles of Incorporation as Registered Agent, hereby agrees to  
accept said designation.

  
WILLIAM T. KIRTLEY

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA