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JOHNSON BLAKELY

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FLORIDA DIVISION OF CORPORATIONS
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: MACMARGE HOTEL, INC.

AUDIT NUMBER.....H97000010481

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

CERT. OF STATUS..0

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FILED
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TALLAHASSEE, FLORIDAARTICLES OF INCORPORATION

OF

MACMARGE HOTEL, INC.ARTICLE I - Name and Address

The name of this corporation is MacMarge Hotel, Inc. The mailing address of the corporation is: 2349 Central Avenue, St. Petersburg, Florida 33713. The address of the corporation's principal office is: 2349 Central Avenue, St. Petersburg, Florida 33713.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 911 Chestnut Street, Clearwater, Florida 34616, and the name of the initial registered agent of this corporation at that address is Charles M. Tatelbaum.

ARTICLE V - Incorporator

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
Robert B. MacGregor	2349 Central Avenue St. Petersburg, FL 33713

ARTICLE VI - Indemnification

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

Michael G. Little, Esq.
11 Chestnut Street
Clearwater, FL 34616
813) 461-1818

L Bar No. 861677

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ARTICLE VII - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of June, 1997.


ROBERT B. MACGREGOR

0132028.01

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, MACMARGE HOTEL, INC., desiring to organize under the laws of the State of Florida, hereby designates CHARLES M. TATELBAUM, located at 911 Chestnut Street, Clearwater, Florida 34616, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.


CHARLES M. TATELBAUM

06/24/97 4:09 PM
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97 JUN 25 PM 4:00
TALLAHASSEE, FLORIDA