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PATRICK C. CROWELL, P.A.

FILED

PROFESSIONAL ASSOCIATION

ATTORNEY AT LAW

97 JUL 17 AM 11:23

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TALLAHASSEE, FLORIDA

320 N. Magnolia Avenue  
Suite B-9  
Orlando, FL 32801

July 14, 1997

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

RE: Shereen Hotels, Inc.

300002240353--6  
-07/17/97-01048-021  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Dear Sir/Madam:

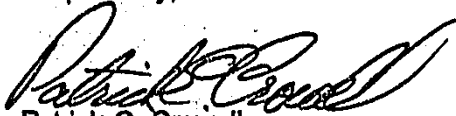
I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

\$ 35.00	Filing fee
\$ 52.50	Certified copy
\$ 35.00	Registered agent fee
\$122.50	TOTAL

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Respectfully,

  
Patrick C. Crowell

PCC/ca  
enclosure

BA 7/18/97

**ARTICLES OF INCORPORATION**

**FILED**

97 JUL 17 AM 11:23

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for the Corporation:

**1. Name.**

The name of this Corporation is **SHEREEN HOTELS, INC.**

**2. Duration.**

The period of the Corporation's duration is perpetual.

**3. Purpose.**

The purpose is to engage in any activities or business permitted under the laws of the United States of America and the State of Florida, and specifically to own and operate a hotel.

**4. Capital Stock.**

The Corporation is authorized to issue 1,000 shares, all of one class, at \$1.00 par value.

**5. Initial Registered Office and Agent.**

The name and address of the initial registered agent and office of this Corporation is as follows:

**Registered Agent:**

**PATRICK C. CROWELL, ESQUIRE**  
Patrick C. Crowell, P.A.  
320 N. Magnolia Avenue, Suite B-9  
Orlando, Florida 32801

**Principal Office:**

**320 N. Magnolia Avenue, Suite B-9**  
**Orlando, Florida 32801**

**6. Initial Board of Directors.**

This Corporation shall have one Director initially. The number of Directors may be either increased or decreased from time to time by an amendment of the Bylaws of the Corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the initial Directors of this Corporation are:

Name

Address

PATRICK C. CROWELL

320 N. Magnolia Avenue  
Suite B-9  
Orlando, Florida 32801

7. **Incorporator.**

The name and address of the Incorporator signing these Articles of Incorporation is:

Name

Address

PATRICK C. CROWELL, ESQUIRE

320 N. Magnolia Avenue  
Suite B-9  
Orlando, Florida 32801

8. **Amendment of Articles.**

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.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15 day of July, 1997.

  
INCORPORATOR

STATE OF FLORIDA  
COUNTY OF ORANGE

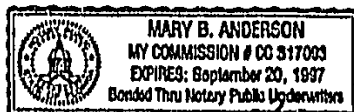
The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of July, 1997, by PATRICK C. CROWELL, personally known to me who executed the foregoing Articles of Incorporation, and who did take an oath.

Signature: Mary B. Anderson


Type Name: Mary B. Anderson

Title: Notary Public

Commission No.:



I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

  
PATRICK C. CROWELL  
REGISTERED AGENT

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**FILED**

97 JUL 17 AM 11:21

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned E  
corporation, organized under the laws of the State of Florida, submits the following statement  
designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **SHEREEN HOTELS, INC.:**
2. The name and address of the registered agent and office is:

**PATRICK C. CROWELL, ESQUIRE**  
**Patrick C. Crowell, P.A.**  
**320 N. Magnolia Avenue, Suite B-9**  
**Orlando, Florida 32801**

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes 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.*

SIGNATURE: \_\_\_\_\_

*Patrick C. Crowell*

DATE: \_\_\_\_\_

*7/15/97*