	110023///		
	FILING COVER SHEET		
EFERENCE:	0174.551		
DATE:	9-25-97		
CONTACT:	CINDY HICKS		
FROM:	CORPORATE & CRIMINAL RESEARCH SERVICES		
	103 N. MERIDIAN STREET		
	TALLAHASSEE, FL 32301		
TELEPHONE:	222-1173		
SUBJECT:	Hotel Management Company, Inc		
STATE FEES PREPAID	WITH CHECK # <u>3/5</u> FOR \$ <u>22.50</u> 90000023032692 -03/25/97-01056-018 ****122.50 ****122.50		
PLEASE FILE:			
PLEASE FILE:	( ) AMENDMENT ( ) DISSOLUTION ( ) ANNUAL REPORT		
A/	( ) LIMITED PARTNERSHIP ( ) ANNUAL REPORT		
ARTICLES OF INC.	() LIMITED PARTNERSHIP () ANNUAL REPORT		
( ) QUALIFICATION	( ) LIMITED PARTNERSHIP ( ) ANNUAL REPORT		
( ) QUALIFICATION ( ) FICTITIOUS NAME	() LIMITED PARTNERSHIP () ANNUAL REPORT () LIMITED LIABILITY () REINSTATEMENT () UCC-3		
<ul> <li>ARTICLES OF INC.</li> <li>QUALIFICATION</li> <li>FICTITIOUS NAME</li> <li>UCC-1</li> </ul>	() LIMITED PARTNERSHIP () ANNUAL REPORT () LIMITED LIABILITY () REINSTATEMENT () UCC-3		

## ARTICLES OF INCORPORATION

OF

### HOTEL MANAGEMENT COMPANY, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

## ARTICLE I - NAME

The name of this Corporation is: HOTEL MANAGEMENT COMPANY, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

### ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

# ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

97 SEP 25	
PH 12: 47	

# ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 1258 North Palm Avenue, Sarasota, Florida 34236.

# ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1258 North Palm Avenue, Sarasota, Florida 34236 and the registered agent at such office is Charles E. Githler, III.

# ARTICLE VII - DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

Charles E. Githler, III	1258 North Palm Avenue Sarasota, FL 34236
James E. Durbin	143 Anchor Drive Vero Beach, FL 32963
Jean C. Durbin	143 Anchor Drive Vero Beach, FL 32963
Kimberly K. Githler	1258 North Palm Avenue Sarasota, FL 34236

### ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

### ARTICLE IX - INCORPORATOR

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

Charles E. Githler, III

1258 North Palm Avenue Sarasota, FL 34236

The undersigned has executed these Articles this 22 day of <u>September</u>, 1997.

Charles E. Githler, III

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for HOTEL MANAGEMENT COMPANY, INC. at the place designated in the Articles, 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. 9

Sept. 22, 1997

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III ₽

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Charles E. Githler, Registered Agent