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FILED
OCT 20 AM 11:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ATTORNEYS-AT-LAW

SCOTT, ROYCE, HARRIS, BRYAN, BARRA & JORGENSEN, P.A.

October 15, 1997

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-10/20/97--01126--015
***122.50 ***122.50

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Subject: Silver Harbor Lodge, Inc.

Enclosed herein you will find proposed Articles of Incorporation for Silver Harbor Lodge, Inc., together with an extra copy for certification and return. Please file these Articles and return the certified copy to the undersigned by regular mail.

I am including a check in the amount of \$122.50 to cover the following expenses:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$122.50

If you should have any questions, please feel free to contact me. Your cooperation in this matter is appreciated.

Sincerely yours,

for Raymond W. Royce

RWR/kc

F. 01100000 OCT 21 1997

RICHARD K. BARRA • JOHN L. BRYAN, JR. • J. RICHARD HARRIS
JOHN M. JORGENSEN • DONNA A. NADIAU • RAYMOND W. ROYCE
ROBERT C. SCOTT (1925-1982) • KEVIN M. WAGNER • BRIAN K. WAXMAN

4400 PCA BOULEVARD, SUITE 800 • PALM BEACH GARDENS, FLORIDA 33410
(861) 624-3900 • FAX (861) 624-3633 • EMAIL: scottroyce@ihm.net

ARTICLES OF INCORPORATION
OF
SILVER HARBOR LODGE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a Corporation under the following Chapter of
Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be SILVER HARBOR LODGE, INC.

ARTICLE II

The principal office and mailing address of the Corporation is 4400 PGA
Blvd., Suite 800, Palm Beach Gardens, Florida 33410.

ARTICLE III

The purpose of the Corporation is to engage in any activity or business
permitted under the laws of the United States of America or the State of Florida.

ARTICLE IV

The Corporation shall have the authority to issue Five Hundred (500) shares
of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The period of this Corporation's existence is perpetual.

ARTICLE VI

The street address of the initial Registered Office of this Corporation is
4400 PGA Blvd., Suite 800, Palm Beach Gardens, Florida 33410; and the initial
Registered Agent of this Corporation at that address is RAYMOND W. ROYCE.

ARTICLE VII

The number of Directors constituting this Corporation's initial Board of
Directors is one (1), whose name and address is as follows:

Raymond W. Royce
4400 PGA Blvd., Suite 800
Palm Beach Gardens, FL 33410

ARTICLE VIII

The name and address of the Incorporator is as follows:

Raymond W. Royce
4400 PGA Blvd., Suite 800
Palm Beach Gardens, FL 33410

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X

The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of SILVER HARBOR LODGE, INC. for the uses and purposes aforesaid this ____ day of _____, 1997.


Raymond W. Royce

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this ____ day of October, 1997, by Raymond W. Royce.

NOTARY PUBLIC

(SEAL)

(Print Name)

My commission expires: _____

Commission No. _____

Personally Known _____ OR Produced Identification _____

Type of identification Produced _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

* * * * *


Pursuant to Chapter 48.091, Florida Statutes, the following is submitted,
in compliance with said Act:

First, that SILVER HARBOR LODGE, INC., desiring to organize under the laws
of the State of Florida, with its principal office, as indicated in the Articles
of Incorporation at Palm Beach Gardens, County of Palm Beach, State of Florida,
has named RAYMOND W. ROYCE located at 4400 PGA Blvd., Suite 800, Palm Beach
Gardens, Florida 33410, as its Agent to accept Service of Process within this
state.

A C K N O W L E D G M E N T

Having been named to accept Service of Process for the above stated
Corporation, at place designated in this Certificate, I hereby accept to act in
this capacity, and agree to comply with the provisions of said Act relative to
keeping open said office.

DATED this ____ day of October, 1997.


RAYMOND W. ROYCE,
Registered Agent

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