

PQ8000058304
M.S. MARLIN, P.A.
ATTORNEYS AT LAW

SUITE 303
250 CATALONIA AVENUE
CORAL GABLES, FLORIDA 33134
AREA CODE 305, TELEPHONE 442-8228
FAX 305-446-7838

M.S. MARLIN
GARY R MARLIN

June 26, 1998

SECRETARY OF STATE
DIVISION OF CORPORATIONS
409 East Gaines St.
Tallahassee, FL 32399

000002574820--3
-06/29/98--01066--016
*****122.50 *****122.50

RE: HEYAT HOSPITALITY GROUP, INC.

To Whom It May Concern:

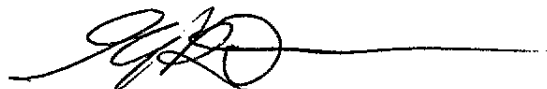
Enclosed please find the following:

1. Original and one copy of Articles of Incorporation for the above corporation.
2. Original Resident Agent Form.
3. Check, made payable to you, in the sum of \$122.50.

Kindly forward the certified copy of the Articles of Incorporation back to my office
at your earliest convenience

Thank you.

Yours truly,

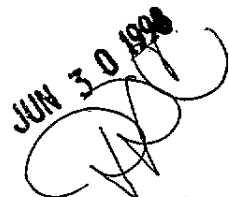


GARY R MARLIN

GRM:tm

Encls.

FILED
98 JUN 29 PM 2:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUN 30 1998


u

FILED
98 JUN 29 PM 2:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
HEYAT HOSPITALITY GROUP, INC.

ARTICLE I

NAME

The name of this corporation is:
HEYAT HOSPITALITY GROUP, INC.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the following purposes: To
transact any and all lawful business.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue is one million (1,000,000) shares, at ten (\$10.00) dollars per share.

All stock when issued shall be fully paid and non-assessable. The entire capital stock, or any portion thereof, may be paid for in cash, property, labor or services, or a consideration having in the judgment of the Board of Directors of the corporation a value at least equal to the full value of the stock to be issued.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1 Grove Isle Drive, Unit 1206, Coconut Grove, Florida, 33133, and the name of initial registered agent of this corporation at that address is BOB HEYAT.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be

either increased or diminished from time to time by the By-Laws but shall never be less than one.

The name and address of the initial director of this corporation is:

BOB HEYAT
1 Grove Isle Drive
Unit 1206
Coconut Grove, FL 33133

ARTICLE VII

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of and the mailing address of this corporation shall be 1 Grove Isle Drive, Unit 1206, Coconut Grove, Florida, 33133.

ARTICLE VIII

INCORPORATOR

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

BOB HEYAT
1 Grove Isle Drive
Unit 1206
Coconut Grove, Florida 33133

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in the manner provided for by law.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 26 day of June, 1998.



BOB HEYAT

CERTIFICATE DESIGNATING INITIAL OFFICE OF CORPORATION FOR THE
SERVICE OF PROCESS WITHIN THIS STATE NAMING INITIAL RESIDENT
AGENT UPON WHOM PROCESS MAY BE SERVED

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:
HEYAT HOSPITALITY GROUP, INC., DESIRING TO ORGANIZE UNDER THE
LAWS OF THE STATE OF FLORIDA, HAS DESIGNATED THE STREET
ADDRESS OF THE INITIAL OFFICE OF THIS CORPORATION AS BEING
1 GROVE ISLE DRIVE, UNIT 1206, COCONUT GROVE, FLORIDA, 33133.

THE NAME OF THE INITIAL RESIDENT AGENT OF THIS CORPORATION AT
THAT ADDRESS IS: BOB HEYAT, HAVING BEEN NAMED AS
INITIAL RESIDENT AGENT FOR THE ABOVE STATED CORPORATION, AT
THE INITIAL OFFICE OF THE CORPORATION DESIGNATED ABOVE, I
HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO COMPLY
WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID
OFFICE.

BY: _____

BOB HEYAT
INITIAL RESIDENT AGENT

FILED
98 JUN 29 PM 2:42
SECRETARY OF STATE
TALLAHASSEE FLORIDA