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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 15 AM 8:21

7/1/98

Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

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-07/15/98--01022--003
***122.50 ***122.50

Re: Hospitality Services Group Inc.

Enclosed please find the original and one copy of Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Sincerely,



Alan G. Friedberg
344 Alton Road
Box 13 D-10
Miami Beach, FL 33139

D. BROWN JUL 17 1998

ARTICLES OF INCORPORATION

of

Hospitality Services Group Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Hospitality Services Group Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1000) of No Par Value Dollar(s) (\$ 0) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	Hospitality Services Group Inc.		
ADDRESS	344 Alton Road Box 13 D-10		
CITY	Miami Beach, FL	FLORIDA	ZIP 33139

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Alan G. Friedberg		
ADDRESS	344 Alton Road Box 13 D-10		
CITY	Miami Beach	FLORIDA	ZIP 33139

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Alan G. Friedberg		
ADDRESS	344 Alton Road Box 13 D-10		
CITY	Miami Beach	STATE FL	ZIP 33139
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Alan G. Friedberg		
ADDRESS	344 Alton Road Box 13 D-10		
CITY	Miami Beach, Fl	33139	
	STATE		ZIP
NAME			
ADDRESS			
CITY			
	STATE		ZIP
NAME			
ADDRESS			
CITY			
	STATE		ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1st day of July, 19 98.

(Seal)

(Seal)

(Seal)

STATE OF FLORIDA)
COUNTY OF Broward) SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Signature

personally known
Form of Identification

Signature

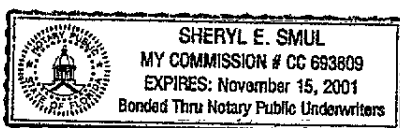
Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL



Witness my hand and official seal in the County and State last aforesaid this 1st day of July, 19 98

Notary Signature

SHERYL E. SMUL
Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

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Hospitality Services Group Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 344 Alton Road Box 13 D-10

Miami Beach, Fl 33139

has named Alan G. Friedberg

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)