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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

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-08/06/98--01075--018
***131.25 ***131.25

SUBJECT: PARTH CORP.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$131.25 towards Filing Fee, Certified Copy & Certificate.

FROM: MAHESHBHAI A PATEL
8524 PECONIC DR
ORLANDO, FL 32835

FILED
98 AUG - 6 AM 11:18
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

8-11-98
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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I : NAME

The name of the corporation shall be:

PARTH CORP

ARTICLE II : PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

8524 PECONIC DR
ORLANDO, FL 32835

ARTICLE III : SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES OF COMMON STOCK HAVING \$1.00 PAR VALUE PER SHARE.

ARTICLE IV : INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MAHESHBHAI A PATEL
8524 PECONIC DR
ORLANDO, FL 32835

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ARTICLES V : INCORPORATOR(S)

The names(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

PRESIDENT

MAHESHBHAI A PATEL
8524 PECONIC DR
ORLNDO, FL 32835

VICE PRESIDENT

MEENA C PATEL
1647 S OBT (HWY 17/92-441)
ORLANDO FL 32805

SECRETARY

PRAGNESH H PATEL
7606 KINGS PASSAGE AVE
ORLANDO FL 32835

ARTICLES VI : TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLES VII : NATURE OF BUSINESS

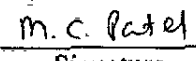
This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the UNITED STATES OF AMERICA, and STATE OF FLORIDA or any other state, and more specifically to do the HOTEL AND MOTEL BUSINESS.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this


4th day of August, 1998.



Signature
(MAHESHBHAI A PATEL)



Signature
(MEENA C PATEL)



Signature
(PRAGNESH H PATEL)

PARTH CORP

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

PARTH CORP

2. The name and address of the registered agent and office is:

MAHESHBHAI A PATEL
8524 PECONIC DR
ORLANDO, FL 32835

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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 (MAHESHBHAI A PATEL)

8/4/98
(DATE)