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FLORIDA PROFIT CORPORATION OR P.A.

FIRST COAST HOSPITALITY ONE, INC.

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FAX CONFIRMATION	
FAX NUMBER	1-850-922-4001
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ARTICLES OF INCORPORATION
OF
FIRST COAST HOSPITALITY ONE, INC.

FILED
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DIVISION OF CORPORATIONS
98 SEP 30 AM 10:23

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is FIRST COAST HOSPITALITY ONE, INC., and its principal office or mailing address is: 100 Second Avenue South, Suite 701, St. Petersburg, FL 33701.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$.01 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 100 Second Avenue South, Suite 701, St. Petersburg, FL 33701, and the name of the initial registered agent is Michael H. Alden.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Richard A. Barsky	4439 Hillcrest Oaks Owensboro, KY 42303

ARTICLE 7: INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
Michael H. Alden	100 2 nd Avenue South, Suite 701 St. Petersburg, FL 33701

Prepared by:
Michael H. Alden, Esq.
FBN 367044
Fisher & Sauls, P.A.
P.O. Box 387
St. Petersburg, FL 33731
(727) 822-2033

ARTICLE 8: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 9: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 10: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

28th IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of September, 1998.

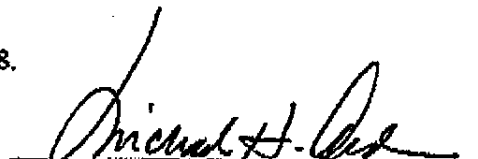

Michael H. Alden

"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 28th day of September, 1998.


Michael H. Alden, Registered Agent