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ESTATE PLANNING

FILED
98 OCT -7 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P98000086540

October 6, 1998

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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-10/07/98--01061--007
*****78.75 *****78.75

RE: Crossroads Hotel, Inc.

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation together with our \$78.75 check in payment of the following fees:

Filing of Articles of Incorporation	\$35.00
Registered Agent Designation	35.00
Certified copy of Articles of Incorporation	8.75

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt to our offices at the address indicated above.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

EFFECTIVE DATE
10-6-98

By:

Betsy Courant

Betsy Courant
Legal Assistant

/bc
encls.

CPB
10-9-98
4

EFFECTIVE DATE
10-6-98

ARTICLES OF INCORPORATION

FOR

CROSSROADS HOTEL, INC.

FILED
98 OCT -7 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for **CROSSROADS HOTEL, INC.**

1. The name of the corporation is **CROSSROADS HOTEL, INC.**
2. The principal office of the corporation is:

c/o 2200 Corporate Boulevard, NW, Ste. 401
Boca Raton, Florida 33431
3. The corporation shall have authority to issue 7500 shares of stock, all of one class with a par value of \$.10 per share.
4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.
5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.
6. The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
HCRM Corp.	Suite 401 2200 Corporate Boulevard, N.W. Boca Raton, Florida 33431
7. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Statutes shall be October 6, 1998, provided such date is within five (5) business days prior to the date of filing.

Executed and subscribed at Boca Raton, Florida on October 6, 1998.

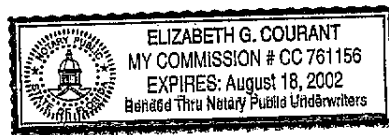
HCRM Corp., as Incorporator

By: Joseph R. Cook
Joseph R. Cook, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of **CROSSROADS HOTEL, INC.** were acknowledged before me by Joseph R. Cook, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 6th day of October, 1998, on behalf of HCRM Corp.

Elizabeth J. Courant
Notary Public
My commission expires:
Printed Name:



Acceptance of Registered Agent

HCRM CORP. hereby accepts the above appointment as registered agent of CROSSROADS HOTEL, INC., and acknowledges that it is familiar with the obligations of that position.

HCRM CORP.

By: Joseph R. Cook
Joseph R. Cook, Vice President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by Joseph R. Cook, Vice President of HCRM Corp., who is personally known to me and who did not take an oath, on this 6th day of October, 1998 on behalf of the Corporation.

Elizabeth G. Courant
Notary Public
My commission expires:



FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA