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JEROME R. SCHECHTER, P.A.  
ATTORNEY AT LAW

JEROME R. SCHECHTER

ABRAHAM S. KALKIN  
MEMBER OF NEW YORK BAR  
(NOT ADMITTED IN FLORIDA)

March 23, 1998

315 SOUTHEAST 7TH STREET  
FIRST FLOOR  
FORT LAUDERDALE, FLORIDA 33301  
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Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32301

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-03/29/99--01118--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Iris Motel Management Corp.

Gentlemen:

Enclosed herewith please find my check to your order in the amount of \$70.00 as payment for filing fees and taxes in the following amounts in connection with the incorporation of the above-captioned corporation.

Filing Fee	\$ 35.00
Registered Agent Fee	<u>35.00</u>
TOTAL	\$ 70.00

I have also enclosed the original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent of the above-captioned corporation, the original to be filed and the copy to be returned to this office without being certified.

Please note that the date for the beginning of corporate existence is March 23, 1998.

Very truly yours,

JEROME R. SCHECHTER

JRS/ca  
enclosures

99 MAR 29 AM 7:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

EFFECTIVE DATE

3-23-99

699A-10419  
4-1-99  
5

EFFECTIVE DATE  
3-23-99

ARTICLES OF INCORPORATION  
OF  
IRIS MOTEL MANAGEMENT CORP.

FILED  
99 MAR 29 AM 7:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person competent to contract, forms a corporation for profit under the laws of the State of Florida.

ARTICLE I NAME

The name of this corporation is:  
IRIS MOTEL MANAGEMENT CORP.

ARTICLE II NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III CAPITAL STOCK

The number of shares of authorized capital stock in this corporation shall be 10,000 shares of common stock with a par value of 10 cents.

The capital stock may be paid for in property, labor, services, or cash, at a just valuation to be fixed by the stockholders. All of such shall be fully paid and nonassessable.

ARTICLE IV TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 315 S.E. 7th Street, 1st Fl., Ft. Laud., FL and the initial registered agent at that address is JEROME R. SCHECHTER.

ARTICLE VI DIRECTORS(S)

This corporation shall have one (1) director(s) initially. The number of directors may be increased or diminished from time to time as provided in the By-Laws.

ARTICLE VII INITIAL DIRECTOR(S)

The name(s) and address(es) of the member(s) of the first Board of Directors is (are):

JORGE GODINEZ  
1845 Dewey Street  
Hollywood, FL 33020.

ARTICLE VIII PRINCIPAL OFFICE

The address of the principle office is:

1845 Dewey Street, Hollywood, FL 33020.

ARTICLE IX SUBSCRIBER(S)

The name and address of the subscriber(s) to these Articles of Incorporation is (are):

JORGE GODINEZ  
1845 Dewey Street  
Hollywood, FL 33020.

ARTICLE X CUMULATIVE VOTING

Cumulative voting may be permitted by the terms of the By-Laws.

ARTICLE XI INDEBTEDNESS

The highest amount of indebtedness or liability to which this Corporation may at any time subject itself is unlimited.

ARTICLE XII INDEMNIFICATION OF OFFICERS AND DIRECTORS

This Corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE XIII BEGINNING OF CORPORATE EXISTENCE

The corporation existence of this Corporation shall commence at 8:00 A.M. on March 23, 1999.

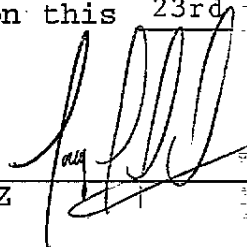
ARTICLE XIV MAILING ADDRESS OF CORPORATION

The mailing address of the corporation shall be:

1845 Dewey Street, Hollywood, FL 33020.

IN WITNESS WHEREOF, the undersigned subscriber(s) has/have executed these Articles of Incorporation this 23rd day of March, 1999.

JORGE GODINEZ





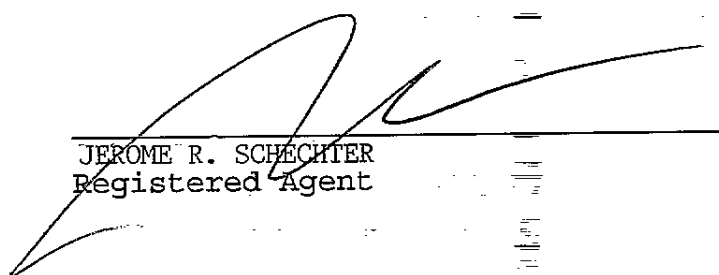
CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESSED MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

IRIS MOTEL MANAGEMENT CORP.

desiring to organize under the laws of the State of Florida, with its principle offices, as indicated in the Articles of Incorporation at HOLLYWOOD, BROWARD County, State of Florida, has named Jerome R. Schechter, 315 S.E. 7th Street, 1st Fl., Fort Laud., FL agent to accept services of process within this state.

Having been named to accept services of process for the above-stated corporation, at place designated in this Certification, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
JEROME R. SCHECHTER  
Registered Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAR 29 AM 7:47

**FILED**