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FEE, KOBLEGARD & DeROSS

ATTORNEYS AT LAW

An Affiliation of Professional Associations

401 SOUTH INDIAN RIVER DRIVE
FORT PIERCE, FLORIDA 34950

FRANK H. FEE, III
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Board Certified Civil Trial Lawyer
SANDRA G. RENNICK
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JOSEPH J. DeROSS, JR.
of JOSEPH J. DeROSS, JR., P.A.

FRANK FEE (1913-1983)
OTIS R. PARKER, JR. (1910-1982)

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(561) 468-8461

May 17, 1999

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

Re: JR Hotels, Inc.

000002879830--4
-05/19/99--01046--004
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for JR Hotels, Inc. along with our check in the amount of \$70.00 for filing fee and registered agent designation. Please return a conformed copy of the Articles in the enclosed stamped return envelope. Thank you.

Yours very truly,

Connie S. Moore

Connie S. Moore
Legal Assistant

csm
enclosures

FILED
99 MAY 19 AM 9:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. BROCK MAY 24 1999

FILED
99 MAY 19 AM 9:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
JR HOTELS INC.

The undersigned, **FRANK H. FEE, III, ESQUIRE**, competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such Corporation:

- FIRST:** The name of the proposed corporation is:
JR HOTELS INC.
- SECOND:** The Corporation is formed for the purpose of engaging in the ownership and operation of hotel/motel facilities. The Corporation may further engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.
- THIRD:** The total number of shares of stock which the Corporation shall have authority to issue is Ten Thousand (10,000) shares, which shall be Common Stock. Par Value -\$1.00 per share.
- FOURTH:** The amount of capital with which the Corporation will begin business is: \$500.00.
- FIFTH:** This Corporation is to exist perpetually.
- SIXTH:** The Corporation's principal office and mailing address is:

2165 U.S. Highway 27 South
Lake Placid, Florida 33852

SEVENTH:

The street address of the initial registered office of the proposed Corporation in the State of Florida is:

401 South Indian River Drive
Fort Pierce, Florida 34950

and the name of its initial registered agent is:

FRANK H. FEE, III, ESQUIRE

EIGHTH:

The number of Directors constituting the initial Board of Directors of the Corporation shall be not less than one (1), nor more than nine (9). The name and address of the members of the first Board of Directors, who shall hold office for the first year of existence of the Corporation or until their successors are elected or appointed and have qualified, is:

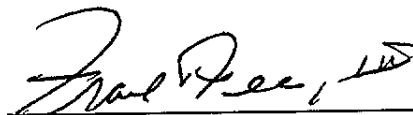
RAMUBHAI N. PATEL
2165 U.S. Highway 27 South
Lake Placid, Florida 33852

NINTH:

The name and address of the Incorporator is:

FRANK H. FEE, III, ESQUIRE
401 South Indian River Drive
Fort Pierce, Florida 34950

IN WITNESS WHEREOF, I have executed these Articles of Incorporation in duplicate on this 17th day of May, 1999.



FRANK H. FEE, III, ESQUIRE

STATE OF FLORIDA
COUNTY OF ST. LUCIE

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me
this 17th day of May, 1999, by **FRANK H. FEE, III, ESQUIRE**, who is
personally known to me and who did not take an oath.

Connie Sue Moore

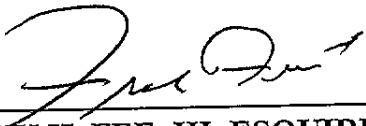
CONNIE SUE MOORE, NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My Commission Expires:
My Commission Number:



Connie Sue Moore
MY COMMISSION # CC619626 EXPIRES
April 4, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

I, **FRANK H. FEE, III, ESQUIRE**, having been designated to act as Registered Agent, hereby agree to act in this capacity.



FRANK H. FEE, III, ESQUIRE

FILED

99 MAY 19 AM 9:17

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**