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****122.50 ****78.75

June 8, 1999

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Marinatown Hospitality Corporation

Dear Madam or Sir:

Enclosed is the Articles of Incorporation for the above named for profit corporation together with my check in the amount of \$ 122.50 for the filing fee, registered agent designation fee and certified copy fee.

Sincerely yours,

Walter Pierrot

Walter Pierrot
(941) 997-8300

FILED
99 JUN 21 AM 7:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-21-99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 14, 1999

WALTER PIERROT
3442 MARINATOWN LANE
NORTH FT. MYERS, FL 33903

SUBJECT: MARINATOWN HOSPITALITY CORPORATION, INC.
Ref. Number: W99000013788

We have received your document for MARINATOWN HOSPITALITY CORPORATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please remove either the Corporation or Inc. from the Corporate Name. Only one Suffix can be used.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 799A00031845

ARTICLES OF INCORPORATION
OF
MARINATOWN HOSPITALITY CORPORATION

ARTICLE I. CORPORATE NAME.

The name of this corporation is MARINATOWN HOSPITALITY CORPORATION.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are
3442 Marinatown Lane, North Fort Myers, Florida 33903.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have
outstanding at any one time is 1000, \$1.00 par value.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Walter Pierrot, 3442
Marinatown Lane, North Fort Myers, Florida 33903.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator of these articles of incorporation
are Walter Pierrot, 3442 Marinatown Lane, North Fort Myers, Florida 33903.

ARTICLE VI. PURPOSE

The purpose of the corporation is to engage in all activities permitted by law by a
corporation in the State of Florida and the United States of America.

ARTICLE VII. INDEMNIFICATION

The corporation shall indemnify each officer and director to the fullest extent

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TALLAHASSEE, FLORIDA

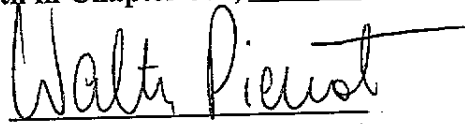
permitted by Chapter 607, Fla. Stat.

ARTICLE VIII. BY-LAWS

The power to enact, adopt, alter, repeal or amend by-laws shall be vested in the Board of Directors.

ARTICLE IX. DIRECTORS

There shall be one initial Director, who shall be the Walter Pierrot, 3442 Marintown Lane, North Fort Myers, Florida 33903. The shareholders of the corporation shall have the right to increase or decrease the number of directors by vote of a simple majority of the shareholders at a duly authorized shareholder meeting. Directors shall be elected by the shareholders in the manner set forth in Chapter 607, Fla.Stat.


Walter Pierrot, Incorporator

DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of F.S. 607.0501, 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 MARINATOWN HOSPITALITY CORPORATION.
2. The name of the registered agent is Walter Pierrot.
3. The address of the registered agent/registered office is 3442 Marintown Lane, North Fort Myers, Florida 33903.

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

Walter Pierrot

Walter Pierrot

Date: *June 7-99*

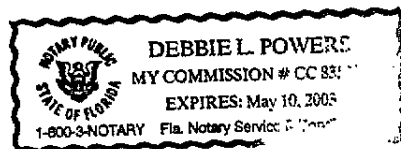
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized by law in the state and county aforesaid to take acknowledgments, personally appeared Walter Pierrot to me well known and known to be the person described in and who executed the above and foregoing instrument and he acknowledged before me that he executed same as his free and voluntary act and deed for the uses and purposes therein expressed.

WITNESS, my hand and official seal in the State and County aforesaid this 7th day of *June*, 1999.



Debbie Powers
NOTARY PUBLIC