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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : HUMPHREY & KNOTT, P.A.  
Account Number : 072100000455  
Phone : (941) 334-2722  
Fax Number : (941) 334-1446

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FLORIDA PROFIT CORPORATION OR P.A.

Donaldson Hotels, Inc.

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 1       |
| Page Count            | 04      |
| Estimated Charge      | \$78.75 |

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DIVISION OF CORPORATIONS  
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B. McKnight DEC 15 1999

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ARTICLES OF INCORPORATION  
OF  
DONALDSON HOTELS, INC.

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The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I.

NAME: The name of this corporation shall be Donaldson Hotels, Inc.

ARTICLE II.

ADDRESS: The mailing address of this corporation is 113 Minturn Avenue, Broomfield, CO 80020.

ARTICLE III.

NATURE OF BUSINESS: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV.

CAPITAL STOCK: This corporation is authorized to issue 2,000 shares of \$1.00 par value common stock.

ARTICLE V.

TERM OF EXISTENCE: This corporation shall have perpetual existence.

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ARTICLE VI.

**INITIAL REGISTERED AGENT AND OFFICE:** The name and street address of the initial registered agent and office of this corporation are: Garey F. Butler, Humphrey & Knott, P.A., 1625 Hendry Street, Suite 301, Fort Myers, FL 33901.

ARTICLE VII.

**DIRECTORS:** The initial Board of Directors shall consist of two (2 ) members, who need not be residents of the State of Florida or shareholders of the corporation.

ARTICLE VIII.

**INITIAL DIRECTORS:** The names and addresses of the initial directors who shall hold office for the first year of existence of the corporation or until their successors have been elected and qualified are:

| <u>NAME</u>          | <u>ADDRESS</u>                             |
|----------------------|--|
| William S. Donaldson | 113 Minturn Avenue<br>Broomfield, CO 80020 |
| Joan W. Donaldson    | 113 Minturn Avenue<br>Broomfield, CO 80020 |

ARTICLE IX.

**INCORPORATOR:** The name and address of the incorporator to these Articles of Incorporation are as follows:

| <u>NAME</u>          | <u>ADDRESS</u>                             |
|----------------------|--|
| William S. Donaldson | 113 Minturn Avenue<br>Broomfield, CO 80020 |

ARTICLE X.

**EFFECTIVE DATE:** These Articles of Incorporation shall be effective upon approval by the Secretary of State of the State of Florida.

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ARTICLE XI

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

The undersigned incorporator has executed this Articles of Incorporation this 13 day of December, 1999.

  
\_\_\_\_\_  
William S. Donaldson

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DEC. 14. 1999 5:03PM

HUMPHREY\_KNOTT PA

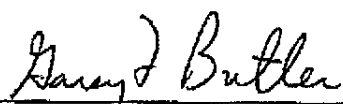
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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Donaldson Hotels, Inc., at the place designated in the Articles of Incorporation, Garey F. Butler, Humphrey & Knott, P.A., 1625 Hendry Street, Suite 301, Fort Myers, FL 33901, agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated: December 14, 1999

  
\_\_\_\_\_  
Garey F. Butler

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