

CORPORATE
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INC.

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**ARTICLES OF INCORPORATION
CLEARWATER HOSPITALITY, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article 1 - Name of the Corporation: The name of the corporation shall be CLEARWATER HOSPITALITY, INC.

Article 2 - Place of Business and Mailing Address: The principal place of business of the corporation shall be 107 Dorado Court, Plant City, Florida 33566 and its mailing address shall be Post Office Box 4588, Plant City, Florida 33564-4588.

Article 3 - Authorized Stock: The aggregate number of shares of stock that this corporation is authorized to issue and have outstanding at one time is one thousand (1,000) shares, all of which shall be common shares with a par value of \$1.00.

Article 4 - Registered Agent: The name and address of the initial registered agent is A.K. Bahl, 107 Dorado Court, Plant City, FL 33566.

Article 5 - Incorporator: The name and street address of the incorporator to these Articles of Incorporation is A.K. Bahl, 107 Dorado Court, Plant City, FL 33566.

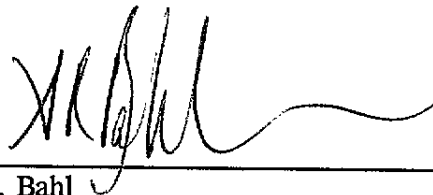
Article 6 - Board of Directors: The Board of Directors shall consist of at least one (1) person, but no more than five (5). The name and address of the person who will serve on the initial Board of Directors is:

A.K. Bahl
107 Dorado Court
Plant City, FL 33566

Article 7 - Sub-S Restrictions: This corporation is intended to be a Sub-S Corporation as that term is defined in the Internal Revenue Code and the corporations shall limit its shareholders to those qualified under such election.

Article 8 - Amendment of the Articles: These articles may be amended at any time upon the majority vote of all stockholder eligible to vote in the matter, upon the majority vote of the members of the Board of Directors eligible to vote in this matter, or upon such other terms as set forth in the by-laws of the corporation.

The undersigned has executed these Articles of Incorporation this 20th day of December, 1999.

A handwritten signature in dark ink, appearing to read 'A.K. Bahl', is written over a horizontal line.

A.K. Bahl

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, 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:


CLEARWATER HOSPITALITY, INC.

2. The name and address of the registered agent and office are:

A.K. BAHL
107 Dorado Court
Plant City, Fl 33566

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

12-20-99
Dated



A.K. BAHL

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