

LO1000017961

Florida Department of State
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LIMITED LIABILITY COMPANY
GALLERY INN, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION
FOR
GALLERY INN, LLC,
a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute § 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

- 1. Name. The name of this company shall be GALLERY INN, LLC.
2. Address. The mailing address is 1441 Thompson Street, Key West, Florida 33040. The street address is 1441 Thompson Street, Key West, Florida 33040.
3. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: Joe A. Catarineau, Esquire, 2600 Douglas Road, Penthouse 8, Coral Gables, FL, 33134.
4. Management of Company. The company is to be managed by a member. The name and address of the member who is to manage is:

Table with 2 columns: Name, Address. Row 1: The Luttinger Limited Partnership, 1441 Thompson Street Key West, Florida 33040

5. Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by the Member of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

6. Transferability of Member's Interest. An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Membership Agreement.

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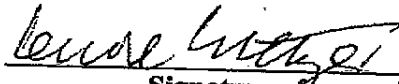
THIS INSTRUMENT PREPARED BY:
Joe A. Catarineau, Esquire
GUTTENMACHER & BOHATCH, P.A.
2600 Douglas Road, Penthouse 8
Coral Gables, Florida 33134

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Dated this 10 day of October, 2001.



Signature of a member or an authorized
Representative of a member

**LENORE LUTTINGER, General Partner of THE LUTTINGER
LIMITED PARTNERSHIP, Managing Member of
GALLERY INN, LLC**

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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.


Joe A. Catarineau
Registered Agent

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