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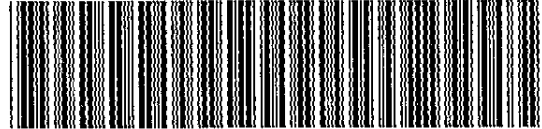
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032  
REFERENCE : 415409 7116986  
AUTHORIZATION : *Patricia Piguts*  
COST LIMIT : \$ 160.00

FILED  
04 JAN 29 PM 2:53  
SEALY COUNTY STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : January 28, 2004  
ORDER TIME : 8:44 AM  
ORDER NO. : 415409-005  
CUSTOMER NO: 7116986  
CUSTOMER: Ms. Chris Evens  
Noble House Hotels & Resorts  
570 Kirkland Way  
Kirkland, WA 98033

DOMESTIC FILING

NAME: BARACA, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF ORGANIZATION  
OF  
BARACA, LLC

FILED  
04 JAN 29 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. The undersigned organizers hereby form a Limited Liability Company under Chapter 608 of the laws of the State of Florida.

**ARTICLE I. NAME**

1 The name of the Limited Liability Company ("Company") shall be:

BARACA, LLC

**ARTICLE II. PRINCIPAL PLACE OF BUSINESS**

1 The address of the principal place of business of this company shall be 570 Kirkland Way, Kirkland, WA 98033 and the mailing address of the company shall be the same.

**ARTICLE III. TERM OF EXISTENCE**

1. This Company shall commence its existence on the date these Articles are filed, pursuant to Florida Statutes Section 608.409; and shall exist until December 31, 2030 or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

**ARTICLE IV. NATURE OF BUSINESS**

1. This Company may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE V. NEW MEMBERS**

1. No new members shall be admitted without the Consent of sixty-six percent (66%) of existing members.

**ARTICLE VI. CONTINUATION OF COMPANY.**

1. Remaining members of this Company shall have the right to continue the business of the company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any event that terminates the continual membership of a member in the limited liability company, upon the sixty-six percent (66%) vote of the remaining members.

**ARTICLE VII. MANAGEMENT**

1. The Company shall be managed by its members pursuant to Florida Statutes Section 608.422. The names and addresses of the members are as follows:

Patrick R. Colee  
570 Kirkland Way  
Kirkland, WA 98033

Gary Philbrick  
570 Kirkland Way  
Kirkland, WA 98033

**ARTICLE VIII. INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

1. The name of the registered agent of the Company is Corporation Service Company.

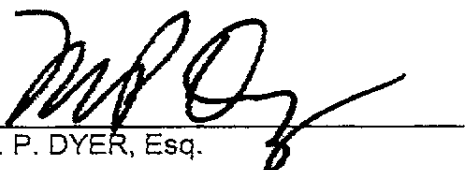
2. The street address of the registered office of the Company shall be CSC, 1201 Hays Street, #2, Tallahassee, FL 32301. The mailing address shall be CSC, 1201 Hays Street, #2, Tallahassee, FL 32301

**ARTICLE IX. ORGANIZERS**

1. The name and street address of the Organizer to these Articles of Organization is:

M. P. DYER, ESQ.  
NOBLE HOUSE HOTELS AND RESORTS  
570 Kirkland Way  
Kirkland, WA 98033

IN WITNESS WHEREOF, the undersigned, has hereunto set his hands, on this 28 day of January 28, 2004.

  
\_\_\_\_\_  
M. P. DYER, Esq.

STATE OF WASHINGTON     )  
  ) ss:  
COUNTY OF KING         )

Before me, a notary public authorized to take acknowledgments in the State and County set forth above personally appeared M. P. DYER, who was not sworn and who is personally known to me as the person who executed these Articles of Incorporation, and he acknowledged before me that as his free act he executed these Articles of Incorporation

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 28<sup>th</sup> day of January 28, 2004.

*Christine Evers*

Notary Public

My Commission expires: 11/15/04

ACCEPTANCE:

I agree, as Registered Agent, to accept service of process; to keep my office open during prescribed hours; to post my name (and any other officers of said limited liability company authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with and accept the obligation of my position as registered agent.

WITNESS my hand this 28th day of January 2004 in the City of Tallahassee, State of Florida.

*Deborah D. Skipper*

Registered Agent

Deborah D. Skipper  
Asst. V. Pres.