

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L07000099481
FILED 8:00 AM
October 01, 2007
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
MAJESTIC HOTEL SOUTH BEACH LLC

Article II

The street address of the principal office of the Limited Liability Company is:
660 OCEAN DRIVE
MIAMI BEACH, FL. US 33139

The mailing address of the Limited Liability Company is:
C/O CARLTON HOTEL
1433 COLLINS AVENUE
MIAMI BEACH, FL. US 33139

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
BRIAN SCHEINBLUM
1433 COLLINS AVENUE
MIAMI BEACH, FL. 33139

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.

Registered Agent Signature: BRIAN SCHEINBLUM

Article V

The name and address of managing members/managers are:

Title: MGRM
BRIAN SCHEINBLUM
1433 COLLINS AVE
MIAMI BEACH, FL. 33139 US

Title: MGRM
MICHAEL SABET
1433 COLLINS AVENUE
MIAMI BEACH, FL. 33139 US

L07000099481
FILED 8:00 AM
October 01, 2007
Sec. Of State
nculligan

Article VI

The effective date for this Limited Liability Company shall be:

10/01/2007

Signature of member or an authorized representative of a member

Signature: BRIAN SCHEINBLUM