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March 6, 2002

MJH

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

3/7

VIA OVERNIGHT COURIER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAR - 7 AM 9:47

FILED

Re: **Registration of Hummingbird Hotels, L.L.C.**

cc & cc

Dear Sir or Madam:

Enclosed please find original Articles of Organization along with Check No. 1088 in the amount of \$160.00 for the filing of same with regard to the above referenced limited liability company.

Please return the certified copy of the Articles of Organization and Certificate of Status to this office at the following address:

Richard R. Ellington, Esquire
CARLTON FIELDS, P.A.
222 Lakeview Avenue, Suite 1400
West Palm Beach, FL 33401

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-03/07/02--01056--015
****160.00 ****160.00

Should you have any questions, please do not hesitate to contact me at (561) 659-7070.

Sincerely yours,

Dawn L. Wiggins

Dawn L. Wiggins, Assistant to
Richard R. Ellington, Esq.

RRE/dlw

ARTICLES OF ORGANIZATION FOR HUMMINGBIRD HOTELS, L.L.C.

ARTICLE I - Name:

The name of the Limited Liability Company is: HUMMINGBIRD HOTELS, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 631 Lucerne Avenue, Lake Worth, Florida 33460

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

JOHN M. CATHCART

Name

631 LUCERNE AVENUE

Florida street address (P.O. Box **NOT** acceptable)

LAKE WORTH, FL 33460

City, State, and Zip

02 MAR - 7 AM 9:47
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

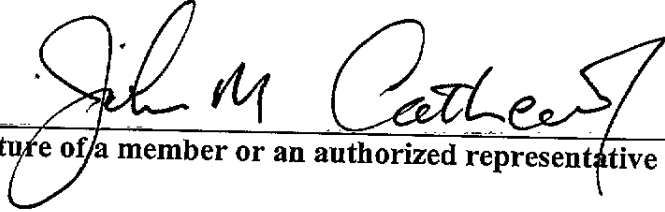
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV - Management

(Check box if applicable.)

- ☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JOHN M. CATHCART

Typed or printed name of signee