L02000026891

ACCOUNT NO. : 072100000032

REFERENCE : 778928 7144145

AUTHORIZATION : Patricia Pujol

COST LIMIT : $ 125.00

FILED
02 OCT 10 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 10, 2002

ORDER TIME : 4:09 PM

ORDER NO. : 778928-005

CUSTOMER NO: 7144145

500008317975--9

CUSTOMER: Ms. Kerri Garipoli
Goodwin Procter Llp

599 Lexington Avenue
40th Floor
New York, NY 10022

DOMESTIC FILING

NAME: BOCA HOTEL ASSOCIATES LLC

EFFECTIVE DATE:

RECEIVED
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XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____

BL

ARTICLES OF ORGANIZATION

OF

BOCA HOTEL ASSOCIATES LLC

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the Limited Liability Company is Boca Hotel Associates LLC (the **"Company"**).

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Company is c/o HEI Hospitality, LLC, 101 Merritt 7, Norwalk, Connecticut 06851.

ARTICLE III
DURATION

The duration of the Company shall be perpetual.

ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS

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

Name	Address
Corporation Service Company	1201 Hays Street Tallahassee, Florida 32301

ARTICLE V
MANAGEMENT

The Company is to be managed by a manager.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 10th day of October, 2002.

Kerri Garipoli
Authorized Representative

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the limited liability company is Boca Hotel Associates LLC.

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated: October 10, 2002

Kerri Garipoli
Authorized Representative

REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: October 10, 2002

Name:
Corporation Service Company
Registered Agent

Brian Courtney
Asst. V. Pres.