

# L00000001419



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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Pegasus Hotel Associates LLC

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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Ordered By: \_\_\_\_\_

**ARTICLES OF ORGANIZATION**  
**OF**  
**PEGASUS HOTEL ASSOCIATES, LLC**

The undersigned, as a member or an authorized representative of a member of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida limited liability company named **PEGASUS HOTEL ASSOCIATES, LLC**.

**ARTICLE I**

Name

The name of this limited liability company shall be **PEGASUS HOTEL ASSOCIATES, LLC** (the "Company").

**ARTICLE II**

Address

The mailing address and street address of the principal office of the Company is: 1200 N. Westshore Boulevard, Tampa, Florida 33607.

**ARTICLE III**

Duration

The period of duration for the Company shall be perpetual.

**ARTICLE IV**

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 201 N. Franklin Street, One Tampa City Center, Suite 2600, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is James M. Reed, Esquire.

**ARTICLE V**

Right to Admit Additional Members

The managing members may permit the admission of Additional Members and determine the

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Capital Contributions of such Members upon a majority vote of the managing members.

## ARTICLE VI

### Right of Continuation

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the Company.

## ARTICLE VII

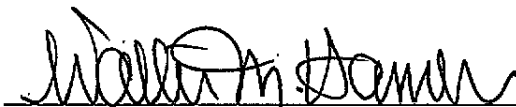
### Company Management

The Company is to be managed by one or more managers as provided in the Regulations and/or Operating Agreement of the Company. Initially, the Company shall have three (3) managing members and the initial managing members shall be:

1. Walter M. Hamer whose address is 1051 Normandy Trace Road, Tampa, FL 33602;
2. James R. Tobin, Jr., whose address is 33 Huckleberry Hill, Lincoln, MA 01773; and
3. S. Robert Beane, whose address is 117 Sunnybranch Road, Far Hills, NJ 07931

and who shall serve as the managing members until the first annual meeting or until their successors are elected and qualified.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has signed these Articles of Organization this 7th day of February, 2000.



Signature of a member or an authorized representative of a member

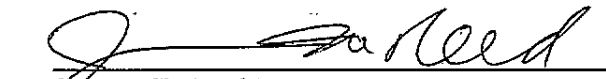
Print Name: Walter M. Hamer

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## CONSENT TO APPOINTMENT AND ACCEPTANCE BY REGISTERED AGENT

The undersigned, James M. Reed, Esquire, having been named registered agent and to accept service of process of PEGASUS HOTEL ASSOCIATES, LLC, at 201 N. Franklin Street, One Tampa City Center, Suite 2600, Tampa, Florida 33602, 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 his duties, and the undersigned is familiar with, and accepts the obligations of registered agent.

DATED: February 4, 2000.

  
Signature of Registered Agent  
Print Name: James M. Reed, Esquire

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