

L00000000/995

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October 23, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

100003438841--2
-10/25/00--01053--002
*****35.00 *****35.00

Re: CSI Hospitality, LLC

Dear Sir or Madam:

Enclosed please find for filing with your office the original and one copy of the Amended and Restated Articles of Organization of CSI Hospitality, L.L.C., a Florida limited liability company. Also enclosed is a check in the amount of \$35.00 to cover the fee for this filing.

I would appreciate your returning to us a stamped copy of this document in the enclosed self-addressed, stamped envelope provided for your convenience.

If you have any questions, please do not hesitate to call.

Very truly yours,

FLEMING, HAILE & SHAW, P.A.

By: 

Carmen Torres
Secretary to James H. Schnare, Esq.

Enclosures

L00-1995
OK

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
CSI HOSPITALITY, L.L.C.**

The undersigned member hereby makes, acknowledges and files the following Amended and Restated Articles of Organization for the purpose of amending and restating the Articles of Organization filed February 18, 2000, as document number L00000001995, forming a limited liability company under the Florida Limited Liability Act, Florida Statutes Chapter 608 (the "Act"):

ARTICLE I - NAME

The name of the limited liability company is CSI HOSPITALITY, L.L.C. (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is:

7859 Lake Worth Road
Lake Worth, Florida 33467

ARTICLE III - REGISTERED AGENT

The name of the registered agent of the Company in the State of Florida is Mark A. Beachler, and his address is 7859 Lake Worth Road, Lake Worth, Florida 33467.

ARTICLE IV - DURATION

The Company commenced its existence on the date the original Articles of Organization were filed with the Florida Department of State. The Company's existence shall continue for a period of thirty (30) years unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE V – MANAGEMENT BY MANAGERS

The Company shall be a Manager managed limited liability company.

IN WITNESS WHEREOF, the undersigned has made, subscribed and affirmed these Amended and Restated Articles of Organization under the penalties of perjury as a Member of the Company at Lake Worth, Florida, this 18 day of October, 2000.



Mark A. Beachler

Member/Registered Agent

FILED
00 OCT 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

STATE OF FLORIDA

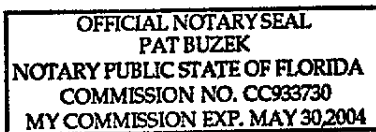
SS:

COUNTY OF PALM BEACH

BEFORE ME personally appeared MARK A. BEACHLER, as VICE PRESIDENT of COUNTRY SQUIRE INN, INC., who is personally known to me; and he acknowledged before me that he was duly authorized to and did execute the foregoing Assignment of Partnership Interest as the authorized signatory of Assignor, and he executed the same on behalf of said Assignor for the uses and purposes set forth therein.

WITNESS my hand and official seal at Lake Worth, Florida, this 18th day of October, 2000. --

SEAL:



Pat Buzek
Notary Public

FILED
00 OCT 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA