

L 000000003387

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March 21, 2000

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Organization of Water Street Hotel Investors Limited Liability  
Company and Articles of Organization of Downtown Hotel Group Limited liability  
Company

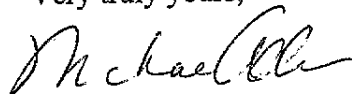
Dear Sir:

L-3387

Enclosed for filing are the original and two copies of the Articles of Organization and  
the original and two copies of the Certificate of Designation of Registered  
Agent/Registered Office of the above named limited liability companies. . Also enclosed  
is this law firm's check in the amount of \$250.00 representing the filing fees.

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

Very truly yours,



Michael A. Altes

MAA/jka

Enclosure

400003182354-1  
-03/23/00-01128-023  
\*\*\*\*250.00 \*\*\*\*125.00

FILED  
00 MAR 23 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

4/23/27

**ARTICLES OF ORGANIZATION OF DOWNTOWN HOTEL GROUP  
LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I — Name:**

The name of the Limited Liability Company is: Downtown Hotel Group, L.L.C.

**ARTICLE II — Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:  
3100 University Boulevard South, Suite 200  
Jacksonville, Florida 32216

**ARTICLE III — Duration:**

The period of duration for the Limited Liability Company shall be: perpetual

**ARTICLE IV — Management:**

☐ The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:

☒ The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

The Clarkson Company  
3100 University Boulevard South, Suite 200  
Jacksonville, Florida 32216

**ARTICLE V — Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted only upon the unanimous consent of all the members and only after agreeing to be bound by the provisions of the Regulations. Assignees of members may be admitted in accordance with Article X of the Regulations.

**ARTICLE VI — Members' Rights to Continue Business**

The right, if given, of the remaining members of the limited liability company to continue the business on 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 limited liability company shall be:

The Limited Liability Company shall not be dissolved by the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a member.

**ARTICLE VII - Regulations.**

**FILED**  
00 MAR 3 AM 10:27  
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TALLAHASSEE, FLORIDA

Any Regulations (as defined in Section § 608.402(13) of the Act, relating to this Limited Liability Company must be in writing and signed by all of the Members.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 14 day of March, 2000.

THE CLARKSON COMPANY,  
a Florida corporation

By: Chel A. Clark

FILED  
00 MAR 23 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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:

DOWNTOWN HOTEL GROUP, L.L.C.

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

Geraldine G. Brown  
3100 University Boulevard South, Suite 200  
Jacksonville, Florida 32216

*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.*

  
Geraldine G. Brown

**FILED**  
00 MAR 23 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA