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STEVAN J. PARDO  
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ROBERT F. SALKOWSKI  
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**PERO & TAM**  
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BARTON REYNOLDS ATTORNEYS AT LAW  
BOUT OF AMERICA TOWER  
100 SOUTHEAST 2ND STREET  
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May 23, 2000

PLEASE RESPOND TO:  
MIAMI OFFICE

**Via Federal Express**

Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

500003265035--5  
-05/24/00--01050--004  
\*\*\*\*160.00 \*\*\*\*160.00

**Re: GBS Hotels, LLC**

To whom it may concern:

Enclosed please find articles of incorporation for GBS Hotels, LLC, a certificate of designation of registered agent and a check in the amount of \$160.00. I have also enclosed a stamped addressed return envelope for your convenience in returning a certified copy. If you should have any questions, please contact the undersigned.

Sincerely,

Stevan J. Pardo

SECRETARY OF STATE  
WASHINGTON, D.C. 20520  
MAY 21 1964  
4:20 PM  
a certificate  
enclosed as  
should have

100-6157

Name \_\_\_\_\_  
Available \_\_\_\_\_  
\_\_\_\_\_ *[Signature]*  
\_\_\_\_\_ *[Signature]*  
\_\_\_\_\_ *[Signature]*

I hereby acknowledge receipt  
of the foregoing information.

W. P. Volner

**ARTICLES OF ORGANIZATION FOR  
Riverwalk Hotels, LLC  
a Florida Limited Liability Company**

**ARTICLE I \_ Name:**

The name of the Limited Liability Company is:       **GBS Hotels, LLC**

**ARTICLE II \_ Address:**

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

c/o Stevan J. Pardo  
Zarco & Pardo, P.A.  
NationsBank Tower at International Place, 27<sup>th</sup> Floor  
100 S.E. 2<sup>nd</sup> Street  
Miami, Florida 33131

**ARTICLE III \_ Duration:**

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

**ARTICLE IV \_ Management:**

(Check the appropriate box and complete the statement)

- ☐ The Limited Liability Company is to be managed by a manager or managers, and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:
- ☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

GBS Hotels, LLC  
c/o Zarco & Pardo, P.A.  
NationsBank Tower at International Place, 27<sup>th</sup> Floor  
100 S.E. 2<sup>nd</sup> Street  
Miami, Florida 33131

**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: none, unless first agreed upon, in writing, by all of the members.

**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: none, unless first agreed upon, in writing, by all of the members.

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00 MAY 24 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten Signature]*

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

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

STEVAN J. PARDO  
Typed or printed name of signee

Date: May 23, 2000

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of May, 2000, by

Stevan J. Pardo

☒ personally known to me.

☐ took an oath.

☐ produced \_\_\_\_\_ as identification.

Linda M. McGrath Notary Public, Commission No. CC 794493  
(Signature)

Linda M. McGrath (Name of Notary typed, printed or stamped)



FILED  
00 MAY 24 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

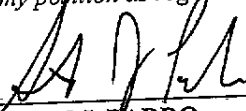
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **GBS Hotels, LLC**

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

Stevan J. Pardo  
c/o Zarco & Pardo, P.A.  
NationsBank Tower at International Place, 27<sup>th</sup> Floor  
100 S.E. 2<sup>nd</sup> Street  
Miami, Florida 33131

*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.*

  
\_\_\_\_\_  
STEVAN J. PARDO

Dated: May 23, 2000

FILED  
00 MAY 24 PM 4: 20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA