

Division of Corporations

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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 MAY 31 PM 1:09

**LIMITED LIABILITY COMPANY****DESAI MAROLIA ASSET MANAGEMENT, L.L.C.**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 MAY 31 PM 1:37

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**ARTICLES OF ORGANIZATION****OF****DESAI MAROLIA ASSET MANAGEMENT, L.L.C.**

The undersigned hereby executes and acknowledges these Articles of *ORGANIZATION* for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

**ARTICLE I****Name and Principal Office**

The name of this limited liability company is **DESAI MAROLIA ASSET MANAGEMENT, L.L.C.** and its principal office and mailing address is located at c/o Comfort Inn, 16630 West Highway 441, Mount Dora, FL 32757.

**ARTICLE II****Duration**

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

**ARTICLE III****Purpose**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV****Continuation of Business**

If the managers do not elect to dissolve this Company within ninety (90) days after 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 this Company, then this company shall not be dissolved by reason of such event, its affairs shall not be wound up, and it shall remain in existence as a limited liability company under the laws of the State of Florida.

H. John Feldman, Esquire  
Cauthen & Feldman, P.A.  
Attorneys at Law  
215 North Joanna Avenue  
Tavares, FL 32778  
(352)343-2225  
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**ARTICLE V**  
**Membership**

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, unless otherwise provided in the Operating Agreement, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

**ARTICLE VI**  
**Dissolution**

The limited liability company will dissolve as provided in the Operating Agreement executed by and among the members.

**ARTICLE VII**  
**Management**

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: **JANAK S. MAROLIA and THAKOR C. DESAI.**

**ARTICLE VIII**  
**Amendment of Articles of Organization**

These Articles of Organization and the Company's Regulations may be amended at any time by the members.

**ARTICLE IX**  
**Initial Registered Office and Agent**

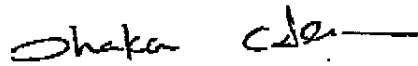
The street address of this limited liability company's initial registered office is c/o **Comfort Inn, 16630 West Highway 441, Mount Dora, FL 32757** and the name of this limited liability Company's initial registered agent is **JANAK S. MAROLIA.**

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IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of this limited liability Company this 12th day of May, 2000.

  
JANAK S. MAROLIA, Member

  
THAKOR C. DESAI, Member

  
JAIMINI J. MAROLIA, Member

  
BHARTI T. DESAI, Member

#### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

JANAK S. MAROLIA, having been named as registered agent to accept service of process for DESAI MAROLIA ASSET MANAGEMENT, L.L.C., a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: c/o Comfort Inn, 16630 West Highway 441, Mount Dora, FL 32757.

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 12th day of May, 2000.

  
JANAK S. MAROLIA, Registered Agent

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