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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 100 • Tallahassee, Florida 32302  
(850) 224-0700 • Fax (850) 224-0702

Atlantic Star Beach  
Hotel, LLC

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-06/21/00--01017--028  
\*\*\*\*155.00 \*\*\*\*155.00

- \_\_\_ Art of Inc. File
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- ☒ \_\_\_ L.C. File
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ☒ \_\_\_ Cert. Copy
- \_\_\_ Photo Copy
- \_\_\_ Certificate of Good Standing
- \_\_\_ Certificate of Status
- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
- \_\_\_ UCC 11 Retrieval
- \_\_\_ Courier

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00 JUN 21 AM 10:50  
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

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**ARTICLES OF ORGANIZATION OF**

**ATLANTIC STAR BEACH HOTEL, LLC**

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

1. **Name.** The name of the limited liability company is:

***ATLANTIC STAR BEACH HOTEL, LLC***

2. **Duration.** The period of duration of the limited liability company is perpetual unless sooner dissolved as provided by statute.

3. **Purpose.** This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.

4. **Principal Place of Business and Mailing Address.** The address of its principal place of business, as well as the mailing address for this limited liability company is:

***407 LINCOLN ROAD - SUITE 704  
MIAMI BEACH, FL 33139***

5. **Registered Agent and Office.** The name and address of its initial registered agent in the State of Florida, whose Consent to appointment as Registered Agent accompanies these Articles, is:

***NELSON FOX  
407 LINCOLN ROAD - SUITE 704  
MIAMI BEACH, FL 33139***

6. **Initial Members.** The names of the initial members of the limited liability company and their addresses are as follows:

***NELSON FOX  
407 LINCOLN ROAD - SUITE 704  
MIAMI BEACH, FL 33139***

***ROBERT MOONEY  
1355 ALTON ROAD  
MIAMI BEACH, FL 33139***

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7. **Admission of Additional Members.** Additional Members will be admitted only pursuant to the terms of the operating agreement to be entered into by the Members of the Company, or upon such other terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.
8. **Capitalization.** The capital contribution of the Members is \$1,000.00 consisting of cash.
9. **Additional Liability of Members.** Additional capital contributions of the Members may be required, but only upon the vote of a majority of Members pursuant to the terms of an operating agreement to be entered into between the Members of this limited liability company.
10. **Continuity.** The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company. The return of capital and the distribution of profits shall be determined from the limited liability company's books, as of the effective date of withdrawal, based on the provisions of the regulations, and paid as soon as practicable without diminishing the prospects of the limited liability company's ventures and subject to the limitations of Florida law.
11. **Management.** The business of the company shall be reserved to and conducted under the exclusive management of its Members according to the provisions of an operating agreement to be entered into between the Members of the Company.

Dated: June 20, 2000.

By: 

NELSON FOX  
MEMBER

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

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

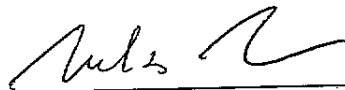
1. The name of the limited liability company is:

***ATLANTIC STAR BEACH HOTEL, LLC***

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

***NELSON FOX  
ATLANTIC STAR BEACH HOTEL, LLC  
407 LINCOLN ROAD - SUITE 704  
MIAMI BEACH, FL 33139***

*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.*



***NELSON FOX, REGISTERED AGENT***

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TALLAHASSEE FLORIDA

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