

000000008036 Charter Number

7/6

Requestor's Name
Address
City State ZIP Phone

VALIDATION ONLY

MJH

000003315900--5
-07/07/00--01016--023
****155.00 ****155.00

CORPORATION(S) NAME

Hotel Development Corporation L.L.C.



Empire Toll Free: 1-800-432-3028

RECEIVED
00 JUL - 7 AM 9:38
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- | | | |
|--|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input checked="" type="checkbox"/> Other L.L.C. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

FILED
00 JUL - 7 PM 2:25
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

HOTEL DEVELOPMENT CORPORATION L.L.C.

ARTICLE II - Address

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

1027 North Florida Mango Road Suite 2 West Palm Beach FL 33409

ARTICLE III -Registered Agent, Registered Office, & Registered Agent's Signature:

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

KENNETH BIRDSAL

1027 North Florida Mango Road Suite 2

West Palm Beach FL 33409

Having been named as registered agent and to accept service of process fro 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 as provided for in Chapter 608, F.S..




Registered Agent's Signature

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DIVISION OF CORPORATIONS
00 JUL - 7 PM 2:25

Article IV - Management

The Limited Liability Company is to be managed by one manager or more managers and is therefore, is a manager-managed company.



Signature of a member or an authorized representative of a manager

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

KENNETH BIRDSAL

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

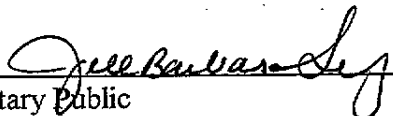
Before me, a Notary Public authorized to take acknowledgments in the State and County
set forth above, personally appeared KENNETH BIRDSAL, who proved to me by
identification that he is the person who executed the foregoing Articles of Incorporation, and he
acknowledged before me that he executed such Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal
in the State of Florida and County of Palm Beach FL aforesaid, this 30, day of JUNE 2000.
My commission expires November 29, 2001.

(Seal)



Jill Barbara Levy
My Commission CC697057
Expires November 29, 2001



Notary Public
State of Florida at Large


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

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.

FIRST THAT HOTEL DEVELOPMENT CORPORATION L.L.C.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT, HAS NAMED KENNETH
BIRDSAL OF 1027 NORTH FLORIDA MANGO ROAD SUITE 2, WEST PALM BEACH FL
33409 STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE


KENNETH BIRDSAL

DATE: JUNE 30, 2000