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Annual Report Fictitious Name	☐ Foreign ☐ Limited Partnership ☐ Reinstatement ☐ Trademark ☐ Other	PM 3: 14
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 4, 2000

GARDNER, SHELFER

SUBJECT: QUINCY HIGH POINT HOTEL, LLC

Ref. Number: W00000019435

We have received your document for QUINCY HIGH POINT HOTEL, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Remove Article V from the document, there is not Exhibit A, and we no longer accept Affidavit of Membership and Contributions.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 900A00042408

DEPARTMENT OF STATE DIVISION OF COSECE, FLORIDA TALLAHASSEE, FLORIDA

00 VNC -8 LW S: 12

RECEIVED

ARTICLES OF ORGANIZATION OF QUINCY HIGH POINT HOTEL, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **QUINCY HIGH POINT HOTEL**, **LLC** ("company").

ARTICLE II -- ADDRESS

The street address and mailing address of the principal office of the company is

130 N. Virginia Street P.O. Box 1739 Quincy, Florida 32351.

ARTICLE III -- DURATION

The company shall commence its existence on *July 15, 2000*. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

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

Joseph W. Higdon, Jr. 130 N. Virginia Street Quincy, Florida 32351.

ARTICLE V -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the

unanimous consent of all the members, or as provided in the regulations.

ARTICLE VI -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE VIII- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial member of the company are:

N	A	M	Tr.
TΝ	\vdash	JVI	1.1

ADDRESS:

Higdon Enterprises Limited, a Florida limited partnership

130 N. Virginia Street P.O. Box 1739 Quincy, Florida 32351

The initial Manager of the Company shall be Joseph W. Higdon, Jr.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Quincy, Florida on April <u>21</u>, 2000.

Higdon Enterprises Limited, a Florida limited partnership

Joseph W. Higdon, Jr Its: General Partner

STATE OF FLORIDA, COUNTY OF GADSDEN.

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Sworn to and subscribed before me this 2134 day of April, 2000, by Joseph W. Higdon,
Jr., as general partner of Higdon Enterprises Limited, a Florida limited partnership, on behalf of
said limited partnership.

He is personally known by me; or

) He produced his Florida driver's license as identification.

Christing L Bischoff MY COMMISSION # CC840306 EXPIRES July 26, 2003 BONDED THRU TROY FAIN INSURANCE, INC

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, **QUINCY HIGH POINT HOTEL**, LLC, 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 **QUINCY HIGH POINT HOTEL**, **LLC**.
 - The name and street address of the registered agent in Florida are:

Joseph W. Higdon, Jr. 130 N. Virginia Street Quincy, Florida 32351.

The undersigned, being the person named in the articles of organization of **QUINCY HIGH POINT HOTEL, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Registered Agent

Aosenh W. Higdon, Jr.