

Feb-27-2001 4:38pm

From-BAKER & KOSTETLER

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**From:**

**Account Name : BAKER & KOSTETLER LLP**

**Account Number : I19990000077**

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**LIMITED LIABILITY COMPANY**

**Welbro Heathrow Hotel Associates, LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
WELBRO HEATHROW HOTEL ASSOCIATES, LLC**

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**ARTICLE I**

**Name and Duration**

The name of this Limited Liability Company is WELBRO Heathrow Hotel Associates, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

**ARTICLE II**

**Principal Office**

The mailing address and street address of the principal office of the Company is 800 Trafalgar Circle, Suite 200, Maitland, Florida 32751, or such other place as the Manager of the Company may determine from time to time.

**ARTICLE III**

**Registered Office and Agent**

The address of the registered office of the Company in the State of Florida is 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801. The name of the registered agent at such address is A.G.C. Co.

**ARTICLE IV**

**Manager-Managed Company**

The Company is to be managed by a Manager and the name and address of such Manager is Gary E. Brown, 800 Trafalgar Circle, Suite 200, Maitland, Florida 32751.

DATED as of the 27th day of February, 2001.

By: \_\_\_\_\_

Gary E. Brown, Manager

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415, WELBRO Heathrow Hotel Associates, LLC submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is WELBRO Heathrow Hotel Associates, LLC.
2. The name and address of the registered agent and office is: A.G.C. Co., 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its duly elected officer, hereby 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 its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: February 27, 2001

A.G.C. CO.

By: \_\_\_\_\_

Richard T. Fulton  
Vice President

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