

L010000003307

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
 (850) 224-8870 • (850) 342-8062 • Fax (850) 222-1222

Whitecaps Hotel Partners LLC

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 *****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

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DIVISION OF CORPORATION
 01 MAR -5 PM 12:35
 01 MAR -5 AM 11:38

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[Signature]
 Signature

Requested by: _____
 Name _____ Date 3/5/01 Time 10:40

Walk-In _____ Will Pick Up _____

**ARTICLES OF ORGANIZATION
OF
WHITECAPS HOTEL PARTNERS, L.L.C.**

The undersigned, desiring to form a limited liability company (hereinafter the "Company") under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act (the "Act"), does hereby adopt the following Articles of Organization for the Company:

**ARTICLE I
NAME**

The name of the Company is **WHITECAPS HOTEL PARTNERS, L.L.C.**

**ARTICLE II
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The period of the Company's duration shall be perpetual, unless the Company is dissolved earlier pursuant to the provisions of the Regulations or the Act.

**ARTICLE III
ADDRESS**

The mailing and street address of the principal office of the Company is **11925 Collier Boulevard, Suite 101, Golden Gate, Florida 34116-6543.**

**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is **11925 Collier Boulevard, Suite 101, Golden Gate, Florida 34116-6543**, and the name of the initial registered agent of the Company at that address is **JAMES C. STEWART, JR.**

**ARTICLE V
MANAGEMENT OF COMPANY**

Management of the Company shall be vested in a manager and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 2 day of March, 2001.

MEMBER:


JAMES C. STEWART, JR., ESQUIRE

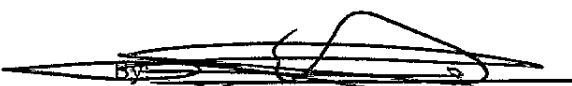
The Authorized Representative of
JOHN E. AYRES, JR., Member of the
Company, Pursuant to *Florida Statutes*
Section 608.407(1)(h)

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TALLAHASSEE FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, I hereby accept this 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 this position as registered agent.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 2 day of March, 2001.


BY: _____
JAMES C. STEWART, JR.

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