

1646 Hillcrest Street  
Orlando, Florida 32803

CHARLES D. MINER, P.A.  
Attorney at Law

Charles D. Miner  
Board Certified in Taxation  
Phone: (407) 894-6210  
Fax: (407) 894-6288

February 23, 2001

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-02/26/01--01075--011  
\*\*\*\*125.00 \*\*\*\*125.00

Re: Southern Hospitality Properties, LLC  
Effective Date: February 23, 2001

Dear Sir or Madam:

W-14712

Enclosed please find a fully executed Articles of Organization for Southern Hospitality Properties, LLC. Also enclosed is a check in the amount of \$125.00 representing the filing fee for filing the Articles of Organization, including the designation of a registered agent.

Please return a copy of the Articles of Organization to me once it has been filed. Please note that, pursuant to Article IV of the Articles of Organization, the effective date for this limited liability company will be February 23, 2001.

Please feel free to call me if you have any questions concerning any of the above.

Very truly yours,



Charles D. Miner

CDM/jld  
Enclosures

cc: Mr. Archie McLellan  
Mr. Tom Patterson

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

W-14712  
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

March 1, 2001

CHARLES D. MINER, P.A.  
ATTORNEY AT LAW  
1646 HILLCREST STREET  
ORLANDO, FL 32803

SUBJECT: SOUTHERN HOSPITALITY PROPERTIES, LLC  
Ref. Number: W01000004712

We have received your document for SOUTHERN HOSPITALITY PROPERTIES, 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):

In order for the filing to have a separate effective date, the effective date must be included in the articles. Although your cover letter refers to an effective date, the articles do not.

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) 487-6958.

Lee Rivers  
Document Specialist

Letter Number: 901A00012749

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TALLAHASSEE FLORIDA

**CHARLES D. MINER, P.A.**  
*Attorney at Law*

1646 Hillcrest Street  
Orlando, Florida 32803

Charles D. Miner  
*Board Certified in Taxation*  
Phone: (407) 894-6210  
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March 6, 2001

Secretary of State  
Division of Corporations  
Attn: Lee Rivers  
Document Specialist  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Southern Hospitality Properties, LLC  
Ref W01000004712

Dear Lee:

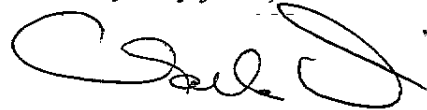
In response to your letter dated March 1, 2001, the first sentence of Article III of the Articles of Organization stated that the existence would commence upon the execution of the Articles of Organization. That would put the commencement date of the organization's existence at February 23, 2001.

It is no longer important that the effective date be February 23, 2001, and you may use the date of filing as the date of commencement if you prefer.

I am returning both copies of the Articles of Organization to you, together with your cover letter. Please note that the filing fees of \$125.00 have already been paid.

Please call me if there is any difficulty in filing this document.

Very truly yours,



Charles D. Miner

CDM/jld  
Enclosures

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TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION**

**SOUTHERN HOSPITALITY PROPERTIES, LLC**

**ARTICLE I - NAME**

The name of the Limited Liability Company is:

**SOUTHERN HOSPITALITY PROPERTIES, LLC**

**ARTICLE II - ADDRESS**

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

6 Valencia Drive  
St. Catharines, Ontario, Canada L2T3X8

**ARTICLE III - DURATION**

The existence of the Limited Liability Company will commence upon the execution of the Articles of Organization. The period of duration for the Limited Liability Company shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of all members, unless the business of the Limited Liability Company is continued by the successor in interest of the last remaining member.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by a manager and the name and address of such person who is to serve as manager is:

Thomas C. Patterson  
5526 Parkdale Drive  
Orlando, Florida 32839


**ARTICLE V - REGISTERED AGENT, REGISTERED OFFICE  
AND RESIDENT AGENT'S SIGNATURE**

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

Thomas C. Patterson  
5526 Parkdale Drive  
Orlando, Florida 32839

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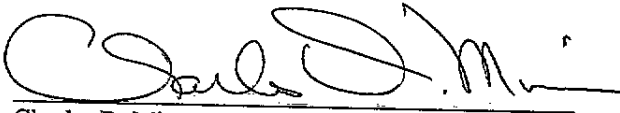
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.

  
Thomas C. Patterson, Registered Agent

(In accordance with Section 608.408(3) Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

SOUTHERN HOSPITALITY  
PROPERTIES, LLC.

Date: February 23<sup>RD</sup>, 2001

By:   
Charles D. Miner, Esq.,  
Attorney for Member

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