



THE UNITED STATES
CORPORATION
COMPANY

L010000006666

ACCOUNT NO. : 072100000032

REFERENCE : 132863 3487A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 125.00

ORDER DATE : April 30, 2001

ORDER TIME : 11:23 AM

ORDER NO. : 132863-015

400004091484--4

CUSTOMER NO: 3487A

CUSTOMER: Tami Dalgaard, Legal Asst
Icard Merrill Cullis Timm
Furen & Ginsburg, Pa
Suite 600
2033 Main Street
Sarasota, FL 34237

DOMESTIC FILING

NAME: JFB HOTEL II, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

JB
43001

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 APR 30 PM 12:16

01 APR 30 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION
OF
JFB HOTEL II, 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 JFB Hotel II, LLC ("Company").

**ARTICLE II
PURPOSE AND POWER**

The purpose for which the Company is organized is to own, operate and manage property, real, personal and mixed, of any kind or nature, and to otherwise conduct any lawful business to promote any lawful purpose, and to engage in any lawful act or activity, for which limited liability companies may be organized under the Florida Limited Liability Company Act, including, but not limited to, the purchase, development, sale, service, lease and management of personal and real properties of all kinds and descriptions.

The Company shall have the powers provided for a limited liability company under the Florida Limited Liability Company Act, and by applicable law. All such powers shall be exercised by or under the authority of, and the business and affairs of this Company shall be managed under the direction of the managers of the Company.

**ARTICLE III
MAILING ADDRESS AND PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company shall be 33 Main Street, Suite 600, Sarasota, Florida 34237.

**ARTICLE IV
INITIAL REGISTERED AGENT AND REGISTERED OFFICE**

The name and street address of the initial registered agent of the Company in the State of Florida is:

APPROVED
AND
FILED
01 APR 30 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Geoffrey Pflugner
2033 Main Street, Suite 600
Sarasota, Florida 34237

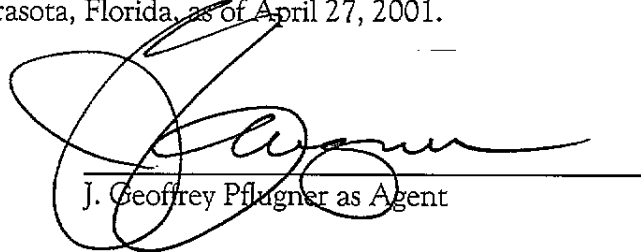
**ARTICLE V
MANAGEMENT**

The Company is to be a manager-managed company.

**ARTICLE VI
OPERATING AGREEMENT**

The Operating Agreement entered into by the members of the Company, and any amendments or restatements thereof, shall be in writing. No oral agreement among any of the members or managers of the Company shall be deemed or construed to constitute any portion of, or otherwise affect the interpretation of, the Operating Agreement of the Company, as amended and in existence from time to time.

IN WITNESS WHEREOF, the undersigned member (or authorized representative) has executed these Articles of Organization at Sarasota, Florida, as of April 27, 2001.


J. Geoffrey Pflugner as Agent

F:\USERS\GP\GFC\CLIENTS\J\FB\HOTELS\jfb-2.wpd

APPROVED
AND
FILED
01 APR 30 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF J. GEOFFREY PFLUGNER REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY DESCRIBED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

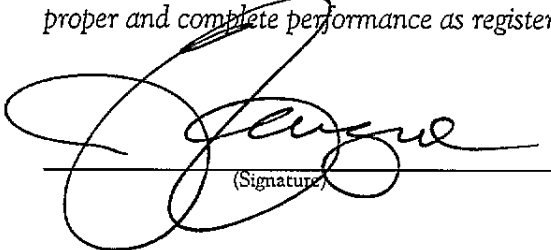
1. The name of the limited liability company is:

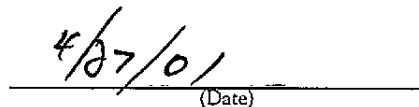
JFB HOTEL II, LLC

2. The name and address of the registered agent and office is: _____

J. Geoffrey Pflugner
2033 Main Street, Suite 600
Sarasota, Florida 34237

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 as registered agent.


(Signature)


(Date)

APPROVED
AND
FILED
01 APR 30 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA