

L01000018591

KARL A. BURGUNDER

ATTORNEY AT LAW

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OVIEDO, FL 32762-3036

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EMAIL: KBURGUNDER@CFL.RR.COM

REPLY TO: P.O. BOX

October 23, 2001

Registration Section,
Florida Department of State-
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200004653152--9
-10/25/01--01046--004
****125.00 ****125.00

RE: KINGS MANOR BED & BREAKFAST, LLC

Dear Sir or Madam:


Enclosed are the articles of organization and designation/acceptance by registered agent for the above-referenced limited liability company, as well as my check in the amount of \$125.00 representing the filing fee for the articles of organization and the designation of resident agent fee. Please file these documents per your usual manner and issue your stand confirmation letter to my attention at the address listed above. Thank you.

Very truly yours,


Karl A. Burgunder

enc.

FILED
01 OCT 25 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L01-18591


**ARTICLES OF ORGANIZATION
of
KINGS MANOR BED & BREAKFAST, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608 Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company shall be KINGS MANOR BED & BREAKFAST, LLC ("Company")

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 322 King Street, Oviedo, FL 32765. The Company may, from time to time, change the principal office of the company or may designate such other offices and places of business as it deems necessary to carry out its purpose(s.)

ARTICLE III- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State, and the Company shall exist perpetually.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company is: Karl A. Burgunder, Attorney at Law, 1565 Gemini Ct., Oviedo, FL 32765.

Prepared by/return to:
Karl A. Burgunder,
Attorney at Law
P.O. Box 623036
Oviedo, FL 32762-3036
(407) 366-3555
Fla. Bar No. 980935

FILED
01 OCT 25 PM 5:00
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TALLAHASSEE, FLORIDA

ARTICLE V - MANAGEMENT

The Company shall be a member-managed company.

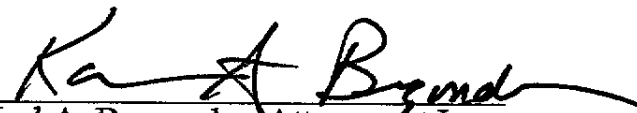
ARTICLE VI - RESTRICTIONS ON SALE OR OTHER TRANSFER OF MEMBERSHIP INTEREST

The sale or other transfer of any membership interest in the Company is restricted pursuant to the terms of an Operating Agreement entered into by and between the members, as the same may be amended from time to time. No interest in the Company may be sold or otherwise transferred absent strict compliance with the terms of said Operating Agreement.

ARTICLE VII - INDEMNIFICATION

The Company shall indemnify and hold harmless any member, manager, authorized representative, incorporator, or organizer, or any former member, manager, authorized representative, incorporator, or organizer, from and against any and all claims and demands whatsoever, to the greatest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be duly adopted this 23rd day of October, 2001. In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.


Karl A. Burgunder, Attorney at Law
Authorized Representative

Prepared by/return to:
Karl A. Burgunder,
Attorney at Law
P.O. Box 623036
Oviedo, FL 32762-3036
(407) 366-3555
Fla. Bar No. 980935

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TALLAHASSEE, FLORIDA

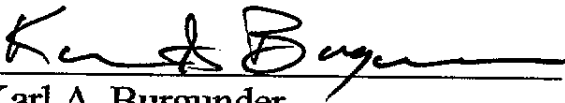
KINGS MANOR BED & BREAKFAST, LLC
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. 608.415, the undersigned submits the following statement designating the registered office and registered agent in the State of Florida for KINGS MANOR BED & BREAKFAST, LLC:

1. The name of the limited liability company is KINGS MANOR BED & BREAKFAST, LLC.
2. The name of the registered agent is Karl A. Burgunder, Attorney at Law.
3. The address of the registered office is 1565 Gemini Ct., Oviedo, Florida 32765.

Having been named as registered agent and designated to accept service of process for the above corporation at the above named registered office, the undersigned hereby accepts appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with statutes relating to the proper and complete performance of the duties of registered agent, and states that the undersigned is familiar with and accepts the obligations of registered agent.

Under penalties of perjury, I hereby certify that the facts stated herein are true. Dated this 23 day of October, 2001.


Karl A. Burgunder,
Attorney at Law

Prepared by/return to:
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Fla. Bar No. 980935

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TALLAHASSEE, FLORIDA