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ACCOUNT NO. : 072100000032

REFERENCE : 475977 80690A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 19, 2001

ORDER TIME : 11:10 AM

ORDER NO. : 475977-005

CUSTOMER NO: 80690A

CUSTOMER: Alison Herman, Esq
Breier And Seif, P.a.

Suite 1125
2800 Ponce De Leon Boulevard
Coral Gables, FL 33134

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11/19/01--01042--021
****155.00 ****155.00

DOMESTIC FILING

NAME: ALL FLORIDA HOSPITALITY
DEVELOPMENT GROUP, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

RECEIVED
01 NOV 19 PM 12:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
01 NOV 19 PM 12:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

[Handwritten signature/initials]

ARTICLES OF ORGANIZATION OF
ALL FLORIDA HOSPITALITY DEVELOPMENT GROUP, LLC
A
FLORIDA LIMITED LIABILITY COMPANY

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for such Company:

ARTICLE I - NAME

The name of this limited liability company is:

All Florida Hospitality Development Group, LLC

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company is 2800 Ponce de Leon Boulevard, Suite 1125, Coral Gables, Florida 33134.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of the Company is ALISON P. HERMAN.
The street address of the initial Registered Agent Office is 2800 Ponce De Leon Boulevard, Suite 1125, Coral Gables, Florida 33134

ARTICLE IV - MANAGEMENT

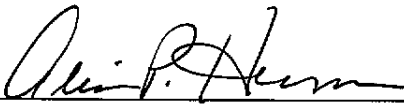
The Limited Liability Company is to be managed by one or more managers and, therefore, a manager-managed company.

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ARTICLE V - AMENDMENTS

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment requires the consent of the majority of the Members of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 16 day of November, 2001.

By: 
Alison P. Herman, Esq., Authorized Representative

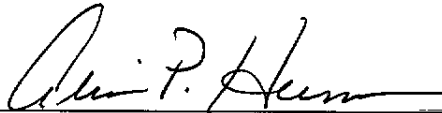
(In accordance with Section § 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of All Florida Hospitality Development Group, LLC, as made in the foregoing Articles of Organization, and agree to act in such 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 the accept the obligations of my position as the initial Registered Agent of All Florida Hospitality Development Group, LLC.

Date: 11/16/01


ALISON P. HERMAN, Initial Registered Agent

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