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4/29 PLUC

April 25, 2002

RLH

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

700005371287--6
-04/29/02--01115--004
****125.00 ****125.00


Re: Hemispheres Florida I, LLC
Hemispheres Florida II, LLC

Dear Sir or Madam:

Enclosed please find an Articles of Organization for each of the above-referenced LLCs along with a check for the filing fee for each. Please file the Articles of Organization as soon as possible.

If you have any questions, please feel free to call.

Very truly yours,


Teresa J. Reichert

TJR/cif

Enclosures

FILED
02 APR 29 AM 10:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name:

The name of the Limited Liability Company is: Hemispheres Florida II, LLC

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
12 Ridge Drive, P.O. Box 448
Westport, Connecticut 06880

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

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

Mitchell J. Rosenfeld

Name

c/o Milkowitz & Lyons

29605 US Highway 19 N. Suite 110

Florida street address (P.O. Box **NOT** acceptable)

Clearwater, FL 33761

City, State, and Zip

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 as provided for in Chapter 608, F.S.

Mitchell J. Rosenfeld
Registered Agent's Signature

ARTICLE IV – Management (Check box if applicable.)

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

ARTICLE V – Effective Date

The effective date of the Limited Liability Company is: April 23, 2002.

Mitchell J. Rosenfeld
Signature of a member or an authorized representative of a member.

(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.)

Mitchell J. Rosenfeld

Typed or printed name of signee

Filing Fees:

\$ 100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA