

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L02000023567
FILED 8:00 AM
September 11, 2002
Sec. Of State

Article I

The name of the Limited Liability Company is:

BUDGET MOTEL OF BRADENTON, LLC

Article II

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

668 67TH STREET CIRCLE EAST
BRADENTON, FL. US 34208

The mailing address of the Limited Liability Company is:

THE KRESS BUILDING, SUITE M-8
475 CENTRAL AVENUE
ST. PETERSBURG, FL. US 33701

Article III

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

ERNEST L MASCARA
THE KRESS BUILDING, SUITE M-8
475 CENTRAL AVENUE
ST. PETERSBURG, FL. 33701

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.

Registered Agent Signature: ERNEST L. MASCARA

Article IV

The Limited Liability Company is a manager managed company

Article V

The name and address of managing members/managers are:

Title: MGR
CONRAD R SPOOR
668 67TH STREET CIRCLE EAST
BRADENTON, FL. 34208 US

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Signature of member or an authorized representative of a member

Signature: ERNEST L. MASCARA