

W2000026262

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October 1, 2002

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

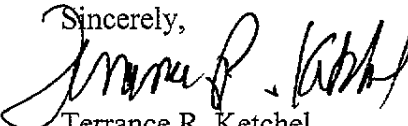
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*****125.00 *****125.00

Re: Articles of Organization of Marina Motel and Marina, L.L.C.

Dear Sir/Madam:

Enclosed please find an original and two copies of the Articles of Organization of Marina Motel and Marina, L.L.C., together with a check in the amount of \$125.00 representing the filing fee.

Please return the copies of the filed Articles of Organization to the address noted above. Thank you for your assistance and should you have any questions concerning this matter, please do not hesitate to contact me.

Sincerely,

Terrance R. Ketchel

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Encl.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF MARINA MOTEL AND MARINA, L.L.C

ARTICLE I

Name

The name of the limited liability company is Marina Motel and Marina, L.L.C.
("Company").

ARTICLE II

Address

The mailing and street address of the Company's principal office is 1345 U.S. Highway
98E, Fort Walton Beach, Florida 32548.

ARTICLE III

Duration

The Company shall have perpetual existence commencing on the 1st day of January, 2003.

ARTICLE IV

Registered Agent and Office

The name of Company's initial registered agent in Florida is Norbert W. Engel. The
address of Company's registered office in Florida is 1345 U.S. Highway 98 E, Fort Walton
Beach, Florida 32548.

ARTICLE V

Management

The Company shall be managed by the members. The Company shall have two (2)
managing members. Each managing member is identified as follows:

Norbert W. Engel
1301 Walker Drive
Baker, Florida 32531

Janette F. Engel
1301 Walker Drive
Baker, Florida 32531

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

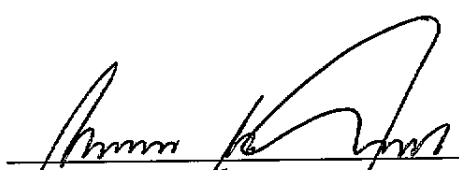
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ARTICLE VI

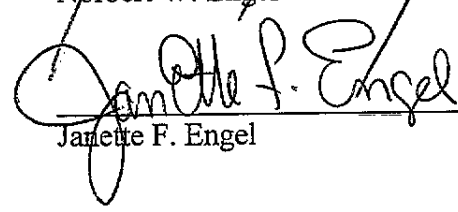
Amendment

The power to adopt, alter, amend, or repeal these Articles of Organization or the Regulations of the Company is vested entirely in the managing members listed in Article V.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 7th day of August, 2002 at Fort Walton Beach, Florida.



Norbert W. Engel



Janette F. Engel

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TALMADGE, FLORIDA

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company 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 Marina Motel and Marina, L.L.C.

(2) The name and address of the registered agent and office is: Norbert W. Engel, 1345 Highway 98E, Fort Walton Beach, Florida 32548.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: 7TH August, 2002


Norbert W. Engel

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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