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ACCOUNT NO. : 072100000032

REFERENCE : 778928 7144145

AUTHORIZATION :

*Katricia Pyjot*

COST LIMIT : \$ 125.00

FILED  
02 OCT 10 PM 4:21  
TALLAHASSEE, FLORIDA

ORDER DATE : October 10, 2002

ORDER TIME : 4:09 PM

ORDER NO. : 778928-005

CUSTOMER NO: 7144145

500008317975--9

CUSTOMER: Ms. Kerri Garipoli  
Goodwin Procter Llp

599 Lexington Avenue  
40th Floor  
New York, NY 10022

DOMESTIC FILING

NAME: BOCA HOTEL ASSOCIATES LLC

EFFECTIVE DATE:

*[Signature]*

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS:

RECEIVED  
02 OCT 10 PM 4:31  
TALLAHASSEE, FLORIDA

*BPL*

ARTICLES OF ORGANIZATION  
OF  
BOCA HOTEL ASSOCIATES LLC

FILED  
02 OCT 10 PM 1:21  
TALLAHASSEE, FLORIDA

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

ARTICLE I  
NAME

The name of the Limited Liability Company is Boca Hotel Associates LLC (the "Company").

ARTICLE II  
ADDRESS

The mailing address and street address of the principal office of the Company is c/o HEI Hospitality, LLC, 101 Merritt 7, Norwalk, Connecticut 06851.

ARTICLE III  
DURATION

The duration of the Company shall be perpetual.

ARTICLE IV  
REGISTERED OFFICE AND AGENT AND ADDRESS

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

<u>Name</u>	<u>Address</u>
Corporation Service Company	1201 Hays Street Tallahassee, Florida 32301

ARTICLE V  
MANAGEMENT

The Company is to be managed by a manager.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization for the foregoing uses and purposes this 10<sup>th</sup> day of October, 2002.



Kerri Garipoli  
Authorized Representative

FILED  
OCT 10 PM 1:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the limited liability company is Boca Hotel Associates LLC
2. The name and street address of the registered agent and office are:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

Dated: October 10, 2002



Kerri Garipoli  
Authorized Representative

**REGISTERED AGENT'S ACCEPTANCE**

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: October 10, 2002



Name: \_\_\_\_\_

Corporation Service Company  
Registered Agent

**Brian Courtney**  
Asst. V. Pres.