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(Requestor's Name)

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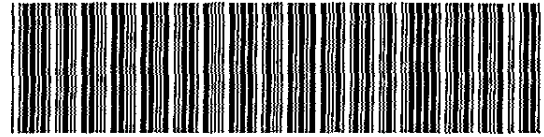
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Law Offices

KENNETH W. RICHMAN, JR.

Kenneth W. Richman, Jr.

Board Certified Real Estate Lawyer

Wills and Trusts

Estate Planning and Administration

Real Property Law

Corporation and Business Law

8955 Fontana Del Sol Way

P.O. Box 111682

Naples, Florida 34108

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Cell: (239) 777-4227

E-mail: KenRichman@compuserve.com

December 8, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

TRANSMITTAL LETTER

RE: RECAPTURED ROOMS, LLC

Enclosed is an original and one (1) copy of the Article of Organization and fees submitted for filing.

Please return all correspondence concerning this matter to the following:

Kenneth W. Richman, Esquire
Law Offices of Kenneth Richman
P.O. Box 111682
Naples, Florida 34108

For further information concerning this matter, please call:

Stacey at (239) 566-2185

Fees Enclosed:	/X/	Article of Organization	\$100.00
	/X/	Designation of Resident Agent	\$25.00
	/ /	Certified Copy (Optional)	\$30.00
	/X/	Certificate of Status (Optional)	\$5.00

Sincerely,



Kenneth W. Richman, Jr.

ARTICLES OF ORGANIZATION

OF

RECAPTURED ROOMS, LLC

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03 DEC 15 PM 12:37
ALLIANCE STATE
ALLIANCE, FLORIDA

The undersigned member, being a natural person, competent to contract, hereby forms a Limited Liability Company, hereinafter the "Company", under the laws of the State of Florida.

ARTICLE I.

NAME

The name of the Limited Liability Company is Recaptured Rooms, LLC.

ARTICLE II.

ADDRESS

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

Principal Office Address:

167 - 4th Street North
Naples, FL 34102

Mailing Address:

167 - 4th Street North
Naples, FL 34102

ARTICLE III.

DURATION

The Company shall have perpetual existence, commencing on the date of the execution and acknowledgment of these Articles.

ARTICLE IV.

PURPOSE

The Company is organized for the purpose of transacting any or all lawful business.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 423 Sharwood Drive, Naples, FL 34110, and the name of the initial registered agent of the Company at that address is Kenneth W. Richman, Jr.. The members may from time to time select and so communicate by appropriate notice to the Department of State, another registered office or registered agent or both.

ARTICLE VI.

MANAGER(S) OR MANAGING MEMBER(S)

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

MGRM

Gayle E. Sanders
167 - 4th Street North
Naples, FL 34102

IN WITNESS WHEREOF, the undersigned Member has executed these ARTICLES OF ORGANIZATION
this 11th day of November, 2003.


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.

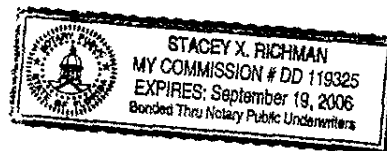

Gayle E. Sanders

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 11th day of November, 2003, by
Gayle E. Sanders, who is personally known to me or who has produced _____ as
identification.


Notary Public
Typed Name:
My Commission Number is:
My Commission Expires:



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

CLERK OF THE STATE
JAIL, NAPLES, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The Name of the company is: RECAPTURED ROOMS, LLC

2. The Name and address of the registered agent and office is:

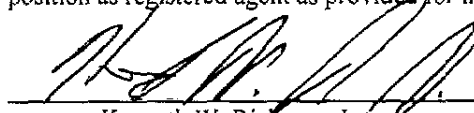
Kenneth W. Richman, Jr.

423 Sharwood Drive

Naples, Florida, 34108

ACCEPTANCE

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.


Kenneth W. Richman, Jr.

12/11/03
(Date)