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Florida Department of
Division of Corporations
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LIMITED LIABILITY COMPANY

Ocala Oaks Hotel Group, LLC

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DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION
OF
OCALA OAKS HOTEL GROUP, LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, do set forth the following:

1. **NAME:** The name of the Limited Liability Company is **OCALA OAKS HOTEL GROUP, LLC** (the "Company").
2. **MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE:** The mailing address for the Company is: **3921 W. Silver Springs Boulevard, Ocala, Florida, 34452.**
3. **REGISTERED AGENT:** The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: **Jacque Steer at 3921 W. Silver Springs Boulevard, Ocala, Florida, 34452.**

The undersigned has executed these Articles of Organization on the 2nd day of March, 2004

By: Jacque Steer
Jacque Steer, Authorized Representative

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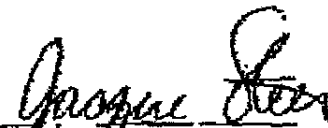
**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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: OCALA OAKS HOTEL GROUP, LLC.
2. The name and address of the registered agent and office is:

Jacque Steer
3921 W Silver Springs Boulevard
Ocala, Florida 34482

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.


Jacque Steer, Registered Agent

3/23/04
Date

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MAR 23 2004
TALLAHASSEE
FLORIDA