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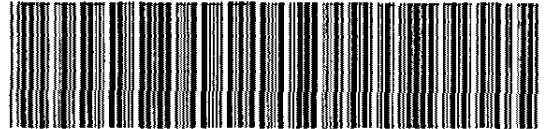
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CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN JUN - 2 2004

Dennis M. Solomon, P.A.

Attorney at Law
1601 Belvedere Road, Suite 407 South
West Palm Beach, FL 33406

Telephone (561) 689-6602
Fax (561) 689-4363
email: dennis@meyerwvpb.meyerjabara.com

Via Federal Express (850) 245-6051 AB#7912 5139 7803

May 25, 2004

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Articles of Organization of RGJ, LLC
File No. 04-194

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Attached please find the original and one copy of Articles of Organization of RGJ, LLC; together with check number 013181 in the amount of \$155.00 made payable to Secretary of State for filing fee as to the above.

Please return a certified copy of same at your earliest convenience.

Please do not hesitate to contact the undersigned with any questions you may have.

Sincerely,


Dennis M. Solomon, P.A.

DMS/pmp
Enc.

**ARTICLES OF ORGANIZATION
OF
RGJ, LLC**

The undersigned hereby adopts the following Articles of Organization ("Articles") for the purpose of forming a limited liability company under the laws of the State of Florida under Chapter 608, 2003, as amended, the Florida Limited Liability Company Act:

**Article I
NAME**

The name of the limited liability company (the "Company") is RGJ, LLC.

**Article II
DURATION**

This Company is to commence its existence on the date these Articles are filed with the Secretary of State's Office, State of Florida, and shall exist perpetually thereafter until dissolved according to law.

**Article III
PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of the Company is
1601 Belvedere Road, Suite 407 South, West Palm Beach, Florida 33406.

**Article IV
INITIAL REGISTERED AGENT AND ACCEPTANCE**

Pursuant to the provisions of Section 608.415, Florida Statutes, 2003, as amended, the name and street address of its initial registered agent in Florida is as follows:

Dennis M. Solomon
c/o Meyer Jabara Hotels
1601 Belvedere Road, Suite 407 South
West Palm Beach, FL 33406

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY AT THE PLACE DESIGNATED IN THESE ARTICLES, THE UNDERSIGNED HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT AND AGREES TO ACT IN SUCH CAPACITY. THE UNDERSIGNED FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF THE DUTIES OF THE UNDERSIGNED RELATING TO THE

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DESIGNATION HEREIN, AND THE UNDERSIGNED IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF HIS/ITS POSITION AS REGISTERED AGENT.

SIGNATURE: 

Dennis M. Solomon

Dated: May 25, 2004

Article V

RIGHT OF MEMBERS TO ADMIT ADDITIONAL MEMBERS

Except as otherwise provided in the articles of organization or the operating agreement, no person may be admitted as a member unless a majority-in-interest of the members consent in writing to the admission of the additional member.

Article VI

CONTINUATION OF BUSINESS AFTER CERTAIN EVENTS

The Limited Liability Company shall be dissolved upon the death, bankruptcy, retirement, resignation, expulsion, or dissolution of any Member or the occurrence of any other event which terminates the continued membership of a member; provided, however that all the remaining Members may consent to the continuance of the Limited Liability Company's business notwithstanding the death, bankruptcy, retirement, resignation, expulsion, or dissolution of any Member or the occurrence of any other event which terminates the continued membership of a Member. The exercise of this right to continue shall be by Notice by any Member of the remaining Members within thirty (30) days after the dissolution as described in this Article. The Limited Liability Company shall be dissolved upon the unanimous written consent of the Members of the Limited Liability Company.

Article VII

MANAGEMENT

The Limited Liability Company shall be managed by the managing member(s) whose respective name(s) and address(es) is/are listed below:

Richard G. Jabara
7 Kenosia Ave., Suite 2A
Danbury, CT 06810

Article VIII

PURPOSE

This Limited Liability Company is organized for the purpose of being in the business of owning stock or any other equity interest in any hotel, as well as the transacting any and all lawful business authorized to Limited Liability Companies organized in the State of Florida.

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TALLAHASSEE, FLORIDA

Article IX
CERTIFICATE OF MEMBERSHIP

This Company is not authorized to issue shares of stock, but may, as provided in the Florida Statutes, issued certificates of membership to its members. The names of the initial members of the Company and their initial percentage interest in the Company are as follows:

<u>Names of Members</u>	<u>Address</u>	<u>Initial Percentage Interest</u>
Richard G. Jabara	c/o Meyer Jabara Hotels 7 Kenosia Ave., Suite 2A Danbury, CT 06810	100%

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JULIUS ROYCE CORPORATION
TALLAHASSEE, FLORIDA

Article X
INDEMNIFICATION

The Company shall indemnify any present or former member or person exercising powers and duties of a member, to the full extent now or hereafter permitted by law, including F.S.608.4229, 2003, as amended.

Articles XI
POWERS

This Company shall have all of the powers available to limited liability companies created under the laws of the State of Florida, including, but not limited to, those set forth in Florida Statute 608.404, 2002, as the same may be hereafter amended.

Article XII
MEETING BY CONFERENCE TELEPHONE

Members of the Company may participate in meetings of members by means of telephone conference calls and may lawfully adopt company resolutions by unanimous written consent of the members, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization as of the 2nd day of May, 2004.

Member


Richard G. Jabara, Member