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**LIMITED LIABILITY COMPANY**

**island hotel properties II, llc**

Certificate of Status	0
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ARTICLES OF ORGANIZATION  
OF  
ISLAND HOTEL PROPERTIES II, LLC

The undersigned hereby forms a limited liability company under Chapter 608 of the laws of the State of Florida.

ARTICLE I. NAME.

The name of the limited liability company shall be: Island Hotel Properties II, LLC

ARTICLE II. ADDRESSES.

The address of the principal office of this limited liability company shall be 2116 Seidenberg Avenue, Key West, FL 33040 and the mailing address of the limited liability company shall be the same.

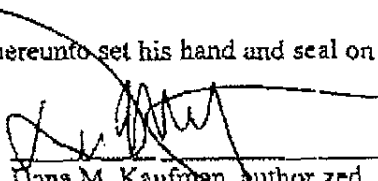
ARTICLE III. REGISTERED AGENT AND OFFICE.

The street address of the initial registered office of the limited liability company shall be 1200 Brickell Avenue, Suite 950, Miami, FL 33131 and the name of the initial registered agent of the limited liability company at that address is Dana M. Kaufman.

ARTICLE IV. MANAGEMENT.

The limited liability company is a member-managed company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on February 7, 2005.

  
Dana M. Kaufman, authorized  
representative of member

Prepared by:  
Cheryl Julien Kaufman, Esq.  
Cheryl Julien Kaufman, P.A.  
2601 S. Bayshore Drive  
Suite 245  
Miami, FL 33133  
(305) 857-0222  
Fl Bar No. 623679

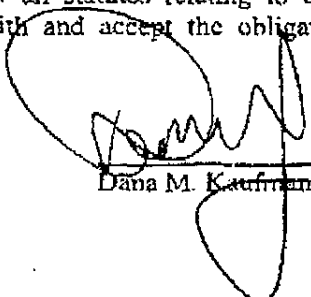
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**STATEMENT OF ACCEPTANCE BY REGISTERED AGENT**

Having been named the Registered Agent of the above-stated limited liability company, I, Dana M. Kaufman, accept the appointment as Registered Agent and agree to act in such capacity. I further agree that I shall comply with the provisions of all statutes relating to the proper and complete performance of its duties, and I am familiar with and accept the obligations of the position of Registered Agent.



Dana M. Kaufman

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