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WARD ROVELL, P.A.

001/003

Florida Department of State
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Account Number : 076245002115
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LIMITED LIABILITY COMPANY

Southwood Hotel Partners, LLC

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE FLORIDA

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ARTICLES OF ORGANIZATION

OF

SOUTHWOOD HOTEL PARTNERS, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Company shall be: **Southwood Hotel Partners, LLC**

ARTICLE II

ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is 110 Hoover Boulevard, Suite 110, Tampa, Florida 33609.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 101 East Kennedy Boulevard, Suite 4100, Tampa, Florida 33602, and the name of its initial registered agent is R. Reid Haney. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

ARTICLE IV

ACKNOWLEDGMENT


The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of **SOUTHWOOD HOTEL PARTNERS, LLC**. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

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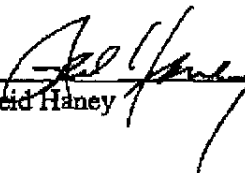
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 22nd day of March, 2005.


R. Reid Haney, Authorized Agent

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of **SOUTHWOOD HOTEL PARTNERS, LLC**, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 22nd day of March, 2005.


R. Reid Haney

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