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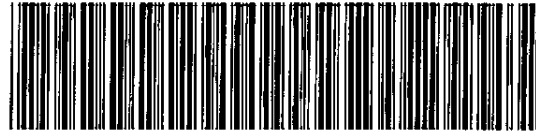
(Business Entity Name)

(Document Number)

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03/30/05 10:10
T. Brumley

T. Brumley MAR 31 2005

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Satya Properties II LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sandip J. Satya
(Name of Person)

Americas Best Value Inn
(Firm/Company)

10901 Harts Road
(Address)

Jacksonville, FL 32218
(City/State and Zip Code)

For further information concerning this matter, please call:

Sandip J. Satya at (904) 807-5936
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input type="checkbox"/> \$130.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|---|---|--|

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
05 JUN 99 11:40
TALLAHASSEE, FL

CK 4 1060

**ARTICLES OF ORGANIZATION
OF
SATYA PROPERTIES II LLC**

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time be amended (the "Act").

ARTICLE I - NAME

The name of this limited liability company (the "Company") is **Satya Properties II LLC**.

ARTICLE II - ADDRESS

The address of the principal office and mailing address of this Company is 10901 Harts Road, Jacksonville, Florida 32218.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this company is 10901 Harts Road, Jacksonville, Florida 32218, and the name of its registered agent at such address is Sandip J. Satya.

ARTICLE IV - MANAGEMENT OF THE COMPANY

The Company will be member-managed.

ARTICLE V - LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

IN WITNESS WHEREOF, the undersigned being a Member of the Company, has executed these Articles of Organization this 25th day of March, 2005. 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.



Sandip J. Satya, Managing Member

FILED
03/25/05 11:11:40
JACKSONVILLE, FLORIDA
CLERK OF CIRCUIT COURT

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

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the below named 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 limited liability company is:

Satya Properties II LLC

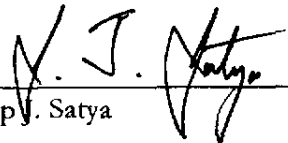
2. The name and address of the registered agent and office are:

**Sandip J. Satya
10901 Harts Road
Jacksonville, Florida 32218**

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.

Dated: March 25th, 2005

Signature of Registered Agent



Sandip J. Satya