

JUL-07-2005 THU 11:03 AM Beggs And Lane

FAX NO. 8504693331

P. 01/04

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

8261-31881

LIMITED LIABILITY COMPANY

Rooms Redefined, LLC

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P. 02/04

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ROOMS REDEFINED, LLC**

I, the undersigned organizer to these Articles of Organization, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE ONE

The name of the limited liability company shall be Rooms Redefined, LLC (the "Company").

ARTICLE TWO

The Company shall have perpetual existence commencing on the date of filing these Articles of organization in the Office of the Secretary of State of the State of Florida.

ARTICLE THREE

The Company is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida. Additionally, the general nature of the business or businesses to be transacted shall be:

(a) To conduct, maintain, operate, and to do business in any activity within the purpose for which a limited liability company may be organized under the Florida Limited Liability Company Act.

(b) To own real and personal property, and to use, operate, maintain, remodel, improve, and generally deal with and in the same, and any appurtenances convenient, desirable, or necessary in the conduct and operation of the lawful business of the Company.

(c) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the Company, as determined by the Company's members in their discretion and consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the Company, and in general to carry out any lawful business, regardless of whether such business is similar in nature to the objects as set forth herein, and in any part of the world, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar as acts may be permitted to be done by a limited liability company organized under the laws of the State of Florida.

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FAX NO. 8504693331

P. 03/04

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ARTICLE FOUR

The principal place of business (and the mailing address) of the Company shall be 1105 Willowood Circle, Gulf Breeze, Florida 32561 or such other place or places as the members from time to time may determine. The name and address of the initial registered agent of the Company shall be Gary B. Leuchtman, 501 Commendancia Street, Pensacola, Florida 32502.

ARTICLE FIVE

The Company will be managed by its member in accordance with its Operating Agreement. The initial member's name and address is Wendy L. Herr, 1105 Willowood Circle, Gulf Breeze, Florida 32563.

The name and address of the organizer is:

Gary B. Leuchtman
501 Commendancia Street
Pensacola, Florida 32502

ARTICLE SIX

Additional members may be admitted, at such times and on such terms and conditions as the Managers may agree and consistent with the requirements of the Operating Agreement of the Company.

ARTICLE SEVEN

The Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, the undersigned, as authorized representative, has executed the foregoing Articles of Organization on this 7th day of July, 2005.


GARY B. LEUCHTMAN

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing Articles of Organization was acknowledged before me by Gary B. Leuchtman

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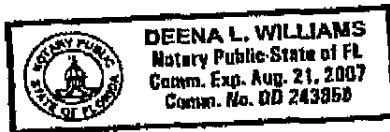
FAX NO. 8504693331

P. 04/04

(((H05000164764 3)))

on this 7th day of July, 2005; Gary B. Leuchtman is personally known to me or has produced _____ as identification.

-SEAL-



Deena L. Williams
NOTARY PUBLIC

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for the above Limited Liability Company and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 7th day of July, 2005.

GARY B. LEUCHTMAN

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