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Division of Corporations

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Account Name : KANOUSE & WALKER, P.A.  
Account Number : 105503003644  
Phone : (561) 451-8090  
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05 SEP 15 PM 6:37

DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

JMS Hotels, LLC

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$130.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
of  
JMS HOTELS, LLC**

**Article 1 - Name**

The name of this Limited Liability Company is JMS Hotels, LLC.

**Article 2 - Address**

The street address of the principal place of business and mailing address of this Limited Liability Company are:

4601 34<sup>th</sup> Street South  
St. Petersburg, FL 33711-4552  
(principal place of business)

355 Valley Road  
Merion, PA 19066  
(mailing address)

**Article 3 - Initial Registered Agent and Office**

The initial registered agent of this Limited Liability Company is Keith J. Kanouse, Esq. The initial registered office address is Kanouse & Walker, P.A., One Boca Place, Suite 324 Atrium, 2255 Glades Road, Boca Raton, FL 33431.

**Article 4 - Duration**

This Limited Liability Company will exist in perpetuity, unless dissolved in accordance with the Florida Limited Liability Company Act.

**Article 5 - Purpose**

This Limited Liability Company is organized for any lawful purpose, except that special statutes for the regulation and control of specific types of business control when in conflict with these Articles of Organization.

**Article 6 - Management**

The limited liability company will be managed a Manager. His name and address are:

Richard Titlebaum  
355 Valley Road  
Merion, PA 19066

**Article 7 - Powers**

This Limited Liability Company has all of the powers enumerated in the Florida Limited Liability Company Act.

**Article 8 - Admission of New Members**

The members have the right to admit new members. Only new membership interests may be issued for the admission of new members. No existing membership may be transferred to a third party.

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The terms and conditions for the admission of new members are as follows:

Any person or entity approved by a unanimous written consent of all existing members may, subject to the terms of the Operating Agreement, become an additional member in the limited liability company by the sale of new interests for any consideration the members determine.


**Article 9 - Right of Continuance**

The members have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this Limited Liability Company.

**Article 10 - Operating Agreement**

The Operating Agreement may be adopted, altered, amended, or repealed by the consent of all the members.

IN WITNESS WHEREOF, a member of this Limited Liability Company has signed these Articles of Organization on September 15, 2005 thereby affirming under penalties of perjury that the facts contained in these Articles of Organization are true to the best of his knowledge.

  
Keith J. Kanouse, Authorized Representative

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me on September 15, 2005 by Keith J. Kanouse, who personally appeared before me at the time of notarization.

NOTARY PUBLIC - STATE OF FLORIDA:



Leslie Pottelger  
My Commission 00361286  
Expires October 10, 2008

sign

print

Personally Known OR Produced Identification

Type of Identification Produced:

FL Drivers LicenseSECRETARY OF STATE  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Subsection 608.407(1)(d) of the Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the limited liability company is JMS Hotels, LLC.
2. The name and address of the registered agent and office is:

Keith J. Kanouse  
Keith J. Kanouse, P.A.  
One Boca Place  
Suite 324 Atrium, PMB #1070  
2255 Glades Road  
Boca Raton, FL 33431

SIGNATURE   
TITLE : Authorized Representative  
DATE September 15, 2005

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.

SIGNATURE   
Keith J. Kanouse  
DATE September 15, 2005

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