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Division of Corporations

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Account Number : 076656002425

Phone : (407)843-7860

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DIVISION OF CORPORATION

FLORIDA/FOREIGN LIMITED LIABILITY CO.

LIBERTY VP PANAMA CITY, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION FOR FLORIDA  
LIMITED LIABILITY COMPANY**

**ARTICLE I - Name**

The name of this limited liability company is **LIBERTY VP PANAMA CITY, LLC**  
(the "Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company is:

310 West Central Parkway, Suite 7000  
Altamonte Springs, Florida 32714

**ARTICLE III - Existence and Duration**

The Company shall commence its existence on the date that these Articles of Organization are filed with the Secretary of the State of Florida, and its duration shall be perpetual unless sooner dissolved by law.

**ARTICLE IV - Management**

The Company is a member managed Company.

**ARTICLE V - Registered Agent**

The name and street address of the initial registered agent of the Company is:

Wm. Michael Mikkelsen  
310 West Central Parkway, Suite 7000  
Altamonte Springs, Florida 32714

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**LIBERTY LODGING, LLC, a Florida limited  
liability company (Sole Member)**

Dated: January 5, 2006

By: Wm. Michael Mikkelsen  
Wm. Michael Mikkelsen, Manager

(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.)

JAN-05-06 16:25 FROM-AKERMANN SENTERFITT 16E.

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### REGISTERED AGENT ACCEPTANCE

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 as provided for in Chapter 608, Florida Statutes.

WM. MICHAEL MIKKELSON, Registered Agent

B/s: Wm. Michael Mikkelsen  
Wm. Michael Mikkelsen

Dated: January 5, 2006