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2006 JAN 20 P 12: 01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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01/20/06--01042--014 \*\*155.00

(Requestor's Name)

(Address)

(Address)

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LAW OFFICES OF

STADLER & HARRIS, P.A.

FILED

Richard E. Stadler  
Elizabeth Siano Harris  
Of Counsel

2006 JAN 20 P 12:00  
Katherine Wyatt  
Paralegal

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Lori A. Hurd  
Paralegal

January 18, 2006

Secretary of State  
Corporate Division  
The Capital  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Articles of Organization  
**SPACE COAST HOTEL ASSOCIATES, L.L.C.**

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Organization for SPACE COAST HOTEL ASSOCIATES, L.L.C. In addition, my check in the amount of \$155.00 is enclosed to cover the following fees:

Filing Fee	\$100.00
Certified Copy	30.00
Registered Agent Fee	<u>25.00</u>
Total	\$155.00

Please file the original Articles of Organization and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Very truly yours,

Richard E. Stadler

**ARTICLES OF ORGANIZATION FOR  
SPACE COAST HOTEL ASSOCIATES, LLC  
A FLORIDA LIMITED LIABILITY COMPANY**

**FILED**

2005 JAN 20 P 12:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be **SPACE COAST HOTEL ASSOCIATES, LLC**

2. Duration/Continuation. The period of this company's duration shall be perpetual unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

3. Address. The mailing and street address of the company is **8700 Ridgewood Avenue, Unit A-211, Cape Canaveral, FL 32920**.

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: **JAMES UNDERWOOD, 8700 Ridgewood Avenue, Unit A-211, Cape Canaveral, FL 32920**.

5. Members: The name and address of the incorporating members of the company are as follows:

**JAMES UNDERWOOD      8700 Ridgewood Avenue, Unit A-211  
Cape Canaveral, FL 32920**

6. Admission of Additional Members and Terms and Conditions of such Admissions: Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company.

7. Right to Continue Business. The remaining members may continue the Business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

8. Management of Company. The business of the Company is reserved to the managers. The names and addresses of the initial manager is:

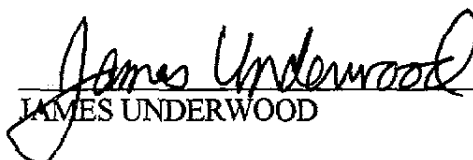
**JAMES UNDERWOOD      8700 Ridgewood Avenue, Unit A-211  
Cape Canaveral, FL 32920**

FILED

9. Management of Company. The management of the company shall be controlled by the Operating Agreement adopted by the members. The power to adopt, alter, amend or ~~repeat~~ the Operating Agreement of the limited liability company shall be vested in the Members.

10. Informal Action of Members. Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 17 day of January, 2006

  
JAMES UNDERWOOD

STATE OF FLORIDA )  
COUNTY OF BREVARD )

BEFORE ME, the undersigned authority, personally appeared JAMES UNDERWOOD who is personally known to me or who produced his driver's license for identification, and who took an oath and executed the foregoing Articles of Organization and acknowledged before me that he executed the same, this 17 day of January, 2006



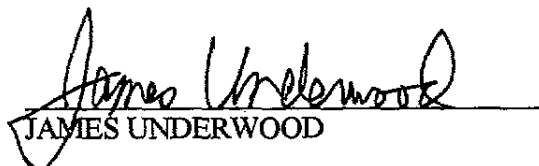
Notary Public  
Richard E. Stadler  
My Commission Expires:

(SEAL)  **Richard E. Stadler**  
Commission # DD346496  
Expires August 12, 2008  
Bonded Troy Firm Insurance, Inc. 800-365-7019

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**ACCEPTANCE OF REGISTERED AGENT**


Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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.

  
JAMES UNDERWOOD

STATE OF FLORIDA )  
COUNTY OF BREVARD )

BEFORE ME, the undersigned authority, personally appeared JAMES UNDERWOOD who was personally known to me or who produced his Florida driver's license for identification, and who took an oath and executed the foregoing Acceptance of Registered Agent and acknowledged before me that he executed the same, this 17 day of January, 2006.

 **Richard E. Stadler**  
Commission # DD346496  
Expires August 12, 2008  
( S E A L ) Bonded Troy Fair Insurance, Inc. 800-385-7019

  
Notary Public, State of Florida  
Richard E. Stadler  
My Commission Expires: