

L 06000019276

Florida Department of State  
Division of Corporations  
Public Access System

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H06000074182 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850)205-0383

## From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN

BASE HOTEL MANAGEMENT AND CONSULTING LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

Electronic Filing Menu

Corporate Filing Menu

Help

06 MAR 20 PM 4:00

203/21/06

RECEIVED  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

06 MAR 20 AM 8:18

FILED

Up

H06000074182

## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

### Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Base Hotel Management and Consulting LLC  
Old Name:

### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on February 21, 2006.

### Article III. Address

The Company's street and mailing address is:

Base Hotel Management and Consulting LLC  
800 West Avenue #335  
Miami Beach FL 33139 USA

### Article IV. Registered Agent

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

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410 UNITED STATES

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 672-0686

FILED  
06 MAR 20 AM 8:18  
STATE  
TALLAHASSEE, FLORIDA

H06000074182

Copyright © 1992-2005 CC

• H06000074182

Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Management

This will be a manager-managed company. The name of each manager is:

KARINE GILL

800 West Avenue #335 Miami Beach FL 33139

MUJO PEREZIC

800 West Avenue #335 Miami Beach FL 33139

DOMINGO CASTRO

800 West Avenue #335 Miami Beach FL 33139

FABIAN BANUS

800 West Avenue #335 Miami Beach FL 33139

EPOQUE HOTELS LLC

800 West Avenue #335 Miami Beach FL 33139

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Base Hotel Management and Consulting LLC

By: 

by T. Bacz as attorney-in-fact

Name: Karine Gill

Title: Manager

Date: March 20, 2006

Corporate Creations International Inc.

941 Fourth Street

Miami Beach FL 33139

(305) 672-0686

FILED  
06 MAR 20 AM 8:18  
TALLAHASSEE, FLORIDA

H06000074182

Copyright © 1993-2005 CC

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

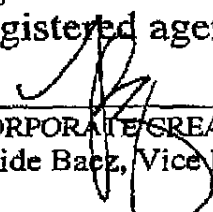
**CORPORATION:**

Base Hotel Management and Consulting LLC

**REGISTERED AGENT/OFFICE:**

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
CORPORATE CREATIONS NETWORK INC.  
Taide Bacz, Vice President

Date: March 20, 2006

Corporate Creations International Inc.  
941 Fourth Street  
Miami Beach FL 33139  
(305) 672-0686

FILED  
06 MAR 20 AM 8:18  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA