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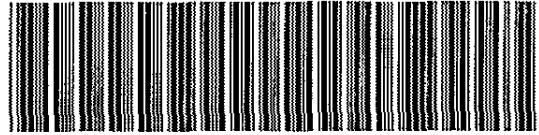
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

The Black Pearl, LLC

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name

Date

Time

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**ARTICLES OF ORGANIZATION (W/O REGULATIONS) FOR
THE BLACK PEARL, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes 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 THE BLACK PEARL, LLC.
2. Duration/Continuation. The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of the members. In the event of 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, the business of the Company may be continued by the unanimous consent of the remaining members.
3. Purposes. The purposes for which this Company is being formed are the following:
 - (a) to engage in any activities or business permitted for this Company under the laws of the State of Florida.
 - (b) for the specific purpose of hotel/motel ownership, management and operation.
4. Address and Principal Office. The mailing address of the principal office of the Company is 103 Marvin Road, Ormond Beach, Florida 32176 and the street address of the principal office of the Company is 103 Marvin Road, Ormond Beach, Florida 32176.
5. Registered Agent, Registered Office and Registered Agent's Signature. The name and Florida street address of the initial registered agent are:

Danny Fernandez
103 Marvin Road
Ormond Beach, FL 32176

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, F. S.



Resident Agent's Signature

6. Management of Company. The business of the Company shall be managed by its members according to their relative capital accounts (i.e., in proportion to their contributions to the capital of the Company as adjusted from time to time to properly reflect any additional contributions or withdrawals from said account).

The names and addresses of the members are as follows:

<u>Name</u>	<u>Address</u>
Danny Fernandez, MGRM	103 Marvin Road, Ormond Beach, FL 32176
Brian Park, MGRM	100 Seabreeze Blvd., #620S, Daytona Beach, FL 32118

7. Admission of Additional Member and Terms and Conditions of Such Admissions: Additional members may be admitted upon the unanimous approval of the members of the Company, upon the written application of such new member, in the manner provided by unanimous consent of the members or as set forth in any applicable Regulations of this Company adopted by the members.

8. Adoption and Amendment of Regulations. The power to adopt, alter, amend or repeal Regulations for this Company shall be vested in the members of the Company which authority shall be exercised in accordance with these articles and the Regulations of this Company, if and when adopted.

9. Organizer(s). The name and address of the organizer executing these Articles of Organization is as follows:

<u>Name</u>	<u>Address</u>
Danny Fernandez	103 Marvin Rd., Ormond Beach, FL 32176

10. Amendment of Articles of Organization. Any amendment to these Articles of Organization shall be on such form as is prescribed by the Secretary of the State Division of Corporations, State of Florida and shall contain such terms and provisions that are consistent with Chapter 608, Florida Statutes, as amended, and shall be signed and sworn to by all members of the Company. In the event a new member is added by any such amendment, it shall also be signed by the member to be added.

11. Informal Action of Member Managers. Any action of the member managers may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all member managers who would be entitled to vote upon such action at a meeting and same is filed with the Company's records.

12. Contracting Debt. Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of this Company except upon unanimous consent of its members or as provided in accordance with any applicable Regulations adopted by the members.

13. Transferability of Member's Interest. The transferability of an interest of a member of this Company is restricted. Such interest may be transferred or assigned only upon the unanimous consent of the members and/or in the manner provided in an Operating Agreement, if such an agreement is made.

14. Withdrawal or Reduction of Member's Contributions to Capital. A member shall not receive out of the Company property any part of his or her contribution to capital until:

(a) all liabilities of the Company, except liabilities to members on account of their contributions to capital, have been paid or sufficient property of the Company remains to pay them,

(b) the consent of all members is had, unless the return of the contributions to capital may be rightfully demanded,

(c) these Articles of Organization are canceled or so amended as to set out the withdrawal reduction.

A member shall be entitled to the return of his or her contribution in the manner approved by the unanimous consent of the members or as provided for in any Regulations of the Company adopted by the members.

15. Compensation of Member/Employees. A member who is also an employee of the Company shall be entitled to compensation in the manner and amount established by unanimous consent of the members.

16. Profits and Losses. Each member's share of profits and losses shall be according to his or her relative capital account (i.e., in proportion to his or her contributions to the capital of the Company as adjusted from time to time to properly reflect any additional contributions or withdrawals from said account).

17. Effective Date. The effective date of the Company is the filing date.

IN WITNESS WHEREOF, the undersigned Organizer has hereunto set his hand and seal this 26th day of August, 2006. In accordance with Section 608i.408(3), Fla. Stat., the execution of this document constitutes an affirmation under penalty of perjury that the facts stated herein are true.



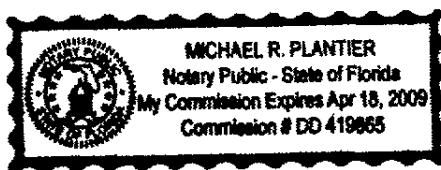
Danny Fernandez, Organizer
(Member/Manager)

STATE OF FLORIDA

COUNTY OF Flagler

BEFORE ME, the undersigned authority, personally appeared Danny Fernandez, as Organizer (Member/Manager) of the Company, to me known to be the person or who provided FL Drivers License as identification who executed the foregoing Articles of Organization and he acknowledged to and before me that he executed such instrument and that the facts stated therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26th day of August, 2006.


Notary Public, State of Florida

Michael R. Plantier
Type or print Notary's name

My Commission Expires: 4-18-2009