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SECRETARY OF STATE

ALLAHASSEE, FI OBIG.

CHARLES F. WHEELER, P.A.

ATTORNEYS AT LAW

Charles F. Wheeler

871 Venetia Bay Blvd., Suite 350 Venice, Florida 34285

Mailing Address: P.O. Box 1744 Venice, Florida 34284

December 1, 2006

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Attention:

Agnes Lunt

Re:

Regal Inn of Hampton Beach, LLC

Dear Ms. Lunt:

Pursuant to your telephone conversation with Geoffrey Scimone yesterday, enclosed please find the following documents:

- 1. Cover Letter.
- 2. Certificate of Conversion.
- 3. Articles of Organization.
- 4. Check in the amount of \$155.00 representing payment of the filing fees and for a Certificate of Status.
- 5. Check in the amount of \$30.00 representing payment for a certified copy of the Certificate of Conversion and Articles.
- 6. A pre-paid return federal express envelope.

Once you have issued the Certificate of Status please fax a copy to us as soon as possible and return the original to us via federal express along with the certified copy of the Certificate of Conversion and Articles.

Via Federal Express



941-485-5486 Fax: 941-484-4786 Thank you for your help in this matter. If you have any questions, please do not hesitate to contact us.

Very truly yours, Whale h

Charles F. Wheeler

CFW/tmw Enclosures

2006 DEC -1 P 3 4:

COVER LETTER

Registration Section Division of Corporations

TO:

SUBJECT: Regal Inn of / (Name of Resulting	Hampton Beach 4	LLC.
(Name of Resulting	Florida Limited Company)	
The enclosed Certificate of Conversion, Ar convert an "Other Business Entity" into a "accordance with s. 608.439, F.S.		
Please return all correspondence concerning	g this matter to:	
Geoffrey A. Scimon (Contact Person)	le	
Regal Inn of Hampton	Beach LLC	200 SE
1725 Melody Lane (Address)		2006 DEC -1 P SECRETARY OF
(Address)		ARR T
NOKOMIS FL 342	275	C -1 P 3: 43 TARY OF STATE ASSEE, FLORIDA
(City, State and Zip Code)		
For further information concerning this mat	tter, please call:	ADA TO
Geoffrey A. Scimone (Name of Contact Person)	at (941) 41627 (Area Code and Daytime Telep	5 3 ohone Number)
Enclosed is a check for the following amou	nt:	
\$150.00 Filing Fees (\$25 for Conversion & \$125 for Articles of Organization) \$\$\$\$155.00 Filing Fees and Certificate of Status	and Certified Copy Certified	O Filing Fees, Copy, and e of Status
STREET ADDRESS:	MAILING ADDRESS	S:
Registration Section	Registration Section	
Division of Corporations	Division of Corporation	ns
Clifton Building	P. O. Box 6327	
2661 Executive Center Circle	Tallahassee, FL 32314	
Tallahassee, FL 32301		

Certificate of Conversion

For

"Other Business Entity"

Into

Florida Limited Liability Company

This Certificate of Conversion <u>and attached Articles of Organization</u> are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is: Regal Inn of Hampton Beach, LLC. (Enter Name of Other Business Entity)	
Regal Inn of Hampton Deach, LLL.	
(Enter Name of Other Business Entity)	
2. The "Other Business Entity" is a <u>LLC</u> . (Enter entity type. Example: corporation, limited partnership, sole proprietorship,	
general partnership, common law or business trust, etc.) first organized, formed or incorporated under the laws of NH PS	-
on 1/5/2000	
(Enter date Other Dusiness Entity was hist organized, for med or incorporated)	
3. If the jurisdiction of the "Other Business Entity" was changed, the state of country under the laws of which it is now organized, formed or incorporated:	-
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:	
Regal Inn of Hampton Beach LLC (Enter Name of Florida Limited Liability Company)	
(Enter Name of Florida Limited Liability Company)	

5. If not effective on the date of filing, enter the ef (The effective date: 1) cannot be prior to nor m document is filed by the Florida Department of effective date listed in the attached Articles of O listed therein.)	ore than 90 days after State; <u>AND</u> 2) must be	e the same as the	
Signed this 30th day of November	20_06		
Signature of Authorized Person:			
Printed Name: Geoffrey A. Scimone Title	: Mgr.		
Fees: Certificate of Conversion: Fees for Florida Articles of Organization: Certified Copy: Certificate of Status:	\$25.00 \$125.00 \$30.00 (Optional) \$5.00 (Optional)	20th DEC -1 P 3: 43 SECRETARY OF STATE TALLAHASSEE, FLORIDA	

Page 2 of 2

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Regal Inn of Hampton Beach LLC (Must end with the words "Limited Liability Company, "Limited Company" or their abbreviation "LL	
(Must end with the words "Limited Liability Company, "Limited Company" or their abbreviation "LL "L.C.,")	.C," or
ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is:	
Principal Office Address: Mailing Address:	
Nokomis FL 34275 Nokomis FL 34	<u>e</u> 275
ARTICLE III - Registered Agent, Registered Office, & Registered Agent Signature: (The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.) The name and the Florida street address of the registered agent are: Ceoffrey A. Scimone Property	700
Having been named as registered agent and to accept service of process for above stated limited liability company at the place designated in this certifica 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 the proper and complete performance of my duties, and I am familiar with a accept the obligations of my position as registered agent as provided for in	ite, I s g to ind

(CONTINUED)
Page 1 of 2

Chapter 608, F.S..

Registered Agent's Signature (REQUIRED)

ARTICLE IV- Manager(s) or Managing Member(s)
--

The name and address of each Manager or Managing Member is as follows:

Title: "MGR" = Manager	Name and Address:
"MGRM" = Managing Member MGRA	Geoffrey A. Scimone 1725 Melody Lane Nokomis FL 34275
	7 N.L.
	DEC - 1
FICLE V: Effective date, if other than the	(Use attachment if necessary)
TIONAL)	be specific and cannot be more than five
REQUIRED SIGNATURE:	
Signature of a member or an au	thorized representative of a member.
of this document constitutes an af	408(3), Florida Statutes, the execution firmation under the penalties of perjury ated herein are true.)
Geoffrey A. S Typed or prin	ted name of signee
Filing Fees:	
\$125.00 Filing Fee for Articles of Registered Agent	f Organization and Designation

\$ 30.00 Certified Copy (Optional)\$ 5.00 Certificate of Status (Optional)