

AUG. 14 2007

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To:

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EFFECTIVE DATE

8/14/07

From:

Account Name : HOLBROOK, AKEL, COLD, STIEFEL & RAY, P.A.
Account Number : Y20020000128
Phone : (904) 356-6311
Fax Number : (904) 356-7330

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

U.S. Hospitality Group, LLC

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ARTICLES OF ORGANIZATION
OF
U.S. HOSPITALITY GROUP, LLC

EFFECTIVE DATE

8/14/07

The undersigned, the authorized representative of a member, intending to form and create a Limited Liability Company, as defined in Chapter 608 of the Florida Statutes, hereby files these Articles of Organization and states:

ARTICLE I
NAME AND ADDRESS

The name of the Limited Liability Company is U.S. HOSPITALITY GROUP, LLC. The principal office address and mailing address is c/o ARTHUR W. BROWNING, JR., 7622 Hunters Grove Road, Jacksonville, Florida 32256.

ARTICLE II
REGISTERED AGENT AND OFFICE

The name and street address of the Limited Liability Company's initial registered agent and office is EDWARD C. AKEL, One Independent Drive, Suite 2301, Jacksonville, Florida 32202.

ARTICLE III
MANAGEMENT; MANAGER

The Limited Liability Company is to be a manager-managed company. The name and address of the managers who shall serve as manager until a successor is elected and duly qualified are:

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<u>Managers</u>	<u>Street Address and Mailing Address</u>
Arthur W. Browning, Jr.	7622 Hunters Grove Road Jacksonville, Florida 32256
Lisa McFarlane	1836 Cross Pointe Way St. Augustine, Florida 32092

ARTICLE IV
PURPOSE OF COMPANY

The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

ARTICLE V
EFFECTIVE DATE AND DURATION

The Company shall be effective on August 14, 2007 and shall have perpetual duration.

SIGNED by the undersigned as the authorized representative of a member this 14th day of August, 2007.


EDWARD C. AKEL

ACKNOWLEDGEMENT AND ACCEPTANCE
OF REGISTERED AGENT OF
U.S. HOSPITALITY GROUP, LLC

Having been named to accept service of process as registered agent for the above stated limited liability company, at the place designated in the Articles of Organization of the limited liability company to which this is attached, I hereby accept the appointment as registered agent and I agree to act in this

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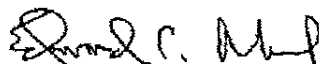
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HOLBROOK AKEL COLD STIEFEL & RAY

NO. 4497 P. 4

capacity, and agree to comply with the provision of said act relative to keeping open the registered office at the address below.


EDWARD C. AKEL

One Independent Drive, Suite 2301
Jacksonville, Florida 32202

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