

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000036596
FILED 8:00 AM
April 10, 2008
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

SEABREEZE MOTEL LLC

Article II

The street address of the principal office of the Limited Liability Company is:

208 ANASTASIA BLVD
ST. AUGUSTINE, FL. 32080

The mailing address of the Limited Liability Company is:

208 ANASTASIA BLVD
ST. AUGUSTINE, FL. 32080

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

GREGORY S SEVERT
3304 COASTAL HWY
ST AUGUSTINE, FL. 32084

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.

Registered Agent Signature: GREGORY S. SEVERT

Article V

The name and address of managing members/managers are:

Title: MGRM
THOMAS A LEE
3125 COASTAL HWY
ST AUGUSTINE, FL. 32084

Title: MGRM
GREGORY S SEVERT
3304 COASTAL HWY
ST AUGUSTINE, FL. 32084

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Article VI

The effective date for this Limited Liability Company shall be:

04/15/2008

Signature of member or an authorized representative of a member

Signature: THOMAS A. LEE