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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

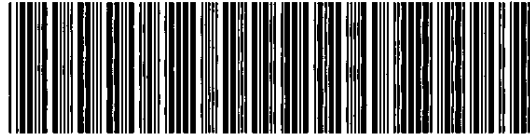
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Cuffigan MAY 28 2015

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: MOTEL INVESTMENT, LLC

Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Megan Scaglione

Name of Person

Corporate Office

Firm/Company

6300 Sagewood Drive H-117

Address

Park City, UT 84098

City/State and Zip Code

propertyinfo@me.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Megan Scaglione

Name of Person

813

at ()

Area Code

908-2211

Daytime Telephone Number

Enclosed is a check for the following amount:

\$25.00 Filing Fee

\$30.00 Filing Fee &
Certificate of Status

\$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

\$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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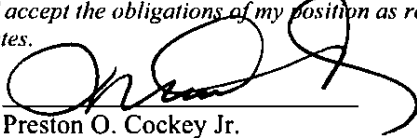
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION OF MOTEL INVESTMENT, LLC**

This Amended and Restated Articles of Organization is made and executed this 22 day of MAY, 2015, by the undersigned persons and amends and restates the Articles of Organization that were originally filed on March 2, 2009 under the laws of the State of Florida.

1. Name. The name of the limited liability company is Motel Investment, LLC (the "**LLC**").
2. Principal Office. The street and mailing address of the LLC's principal office is: 405 S Dale Mabry Hwy, Suite 128, Tampa Florida 33609.
3. Registered Agent. The name of the LLC's registered agent is Preston O. Cockey Jr.; the address of such agent is 110 E Madison, Suite 204, Tampa, Florida 33602.

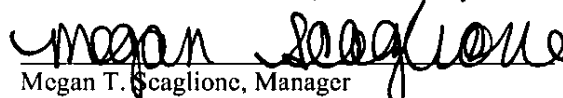
Having been named as registered agent and to accept service of process for the LLC at the place designated in these Articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and 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 605 of Florida Statutes.


Preston O. Cockey Jr.

4. The Managers of the limited liability company are Basil N. Scaglione and Megan T. Scaglione.
5. Transfers. All member interests in the LLC, whether held by a member or by a transfer of an assignable interest, shall be subject to the restrictions, limitations, and options contained in the Operating Agreement of the LLC relating to the transfer of member interests, and no such membership or transferable interest shall be transferred except in accordance with the Operating Agreement. All persons are notified that the Operating Agreement restricts transfers and forbids any such transfer except in accordance with its terms.
6. Operating Agreement. The rights and obligations under the Operating Agreement are inherent characteristics of the LLC and of any membership interest, transferable interest, or other interest in the LLC, to which rights and obligations any person obtaining rights relating to the LLC or an interest in or relating to the LLC shall be subject. The Operating Agreement includes, among other things: provisions relating to transfer restrictions; rights of members, assignees, and transferees; and other matters.

The undersigned affirms, under penalties of perjury, that she is the Manager of the LLC and that the facts stated in the foregoing Articles of Organization are true.

MOTEL INVESTMENT, LLC


Megan T. Scaglione, Manager