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LATHAM SHUKER EDEN

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

OCEAN WATERS HOTEL CO., LLC

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ARTICLES OF ORGANIZATION
OF
OCEAN WATERS HOTEL CO., LLC

The undersigned, being desirous of forming a limited liability company pursuant to Chapter 608, Florida Statutes, hereby certifies as follows:

1. **Name of Limited Liability Company.** The name of the limited liability company is OCEAN WATERS HOTEL CO., LLC, a Florida limited liability company (the "Company").

2. **Principal Office.** The mailing address and street address of the principal office shall be c/o Ocean Waters Management Co., LLC, 501 North Atlantic Avenue, Daytona Beach, Florida 32118, Attention: Soneet R. Kapila.

3. **Agent for Service of Process; Address of Registered Agent.** The initial registered agent of the Company for service of process shall be Corporation Service Company, 1201 Flays Street Tallahassee, FL 32301-2607.

4. **The Company shall be manager managed.** The sole initial manager shall be Soneet R. Kapila.

IN WITNESS WHEREOF, the undersigned has executed the Articles of Organization on this 9th day of July, 2009, in his capacity as Authorized Representative of the sole member of the Company.

By:



SONEET R. KAPILA

Authorized Representative in his capacity as
Transition Agent

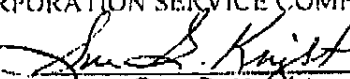
ACCEPTANCE OF APPOINTMENT

The undersigned, Corporation Service Company, hereby acknowledges and accepts its appointment as registered agent of OCEAN WATERS HOTEL CO., LLC, a Florida limited liability company (the "Company"), and agrees to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act relative thereto. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 608 of the Florida Statutes.

Dated as of this 9th day of July, 2009.

CORPORATION SERVICE COMPANY

By:



Title:

Sue G. Knight
as its agent

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