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## Florida Department of State

Division of Corporations  
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FLORIDA LIMITED LIABILITY CO.  
Boulder Hotel Co., LLC

Certificate of Status	0
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Page Count	05
Estimated Charge	\$125.00

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11 JAN 24 PM 4:07

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11 JAN 24 AM 9:29

FILED

J. BRYAN

JAN 25 2011

EXAMINER

**ARTICLES OF ORGANIZATION  
BOULDER HOTEL CO., LLC**

**ARTICLE I  
ORGANIZER**

I, Colleen Pleasant Kline, whose post office address is c/o Miles & Stockbridge P.C., 10 Light Street, Baltimore, Maryland 21202, being a natural person at least eighteen (18) years old and a person authorized to execute and file these Articles, do hereby form a limited liability company pursuant to the Florida Limited Liability Company Act.

**ARTICLE II  
NAME**

The name of the limited liability company is "Boulder Hotel Co., LLC" (the "Company").

**ARTICLE III  
PURPOSES**

The purposes for which the Company has been formed are to: (a) provide ownership and management services relating to the operation of hotels and similar establishments; (b) conduct any other lawful business as may be approved by the Company in the manner provided in its operating agreement, as amended from time to time; and (c) to do all things necessary, convenient or incidental to the foregoing.

**ARTICLE IV  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The mailing address of the Company is 5775 Vintage Oaks Circle, Delray Beach, Florida 33484. The principal office of the Company in the state is 5775 Vintage Oaks Circle, Delray Beach, Florida 33484.

**ARTICLE V  
REGISTERED OFFICE; REGISTERED AGENT**

The name and the Florida street address of the registered agent is: Malcolm C. Berman, 5775 Vintage Oaks Circle, Delray Beach, Florida 33484.

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ARTICLE VI  
DURATION

The Company shall have perpetual existence.

ARTICLE VII

No member is an agent of the Company solely by virtue of being a member, and no member has authority to act for the Company solely by virtue of being a member.

ARTICLE VIII  
MANAGEMENT

The name and address of the Managing Member of the Company shall initially be: Malcolm C. Berman, whose address is 5775 Vintage Oaks Circle, Delray Beach, Florida 33484.

ARTICLE IX  
EFFECTIVE DATE

These Articles shall be effective upon filing and acceptance by the Florida Department of State.

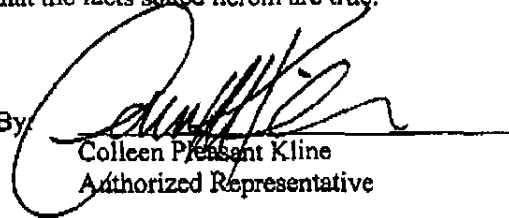
**SIGNATURE PAGE TO FOLLOW**

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**SIGNATURE PAGE TO ARTICLES OF ORGANIZATION**

I acknowledge these Articles of Organization to be my act this 24th day of January, 2011 in accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

By



Colleen Pleasant Kline  
Authorized Representative

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**CONSENT TO ACT AS REGISTERED AGENT**

I, the undersigned, consent to act as the resident agent in Florida for Boulder Hotel Co., LLC, the entity named in the attached instrument, and I hereby accept the appointment as registered agent and will accept service of process for the aforementioned entity at the place designated in the Articles. 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 608 of the Florida statutes.

  
Malcolm C. Bernman

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