

L11000016596Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383***RE-SUBMIT***

From:

Account Name : C T CORPORATION
Account Number : FCAD000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368**Please retain original filing date of submission**

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.

SGR Hotel Group, LLC

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

T. CLINE

FEB - 9 2011

EXAMINERSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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January 27, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CT CORPORATION SYSTEM

SUBJECT: SGR LLC
REF: W11000004382

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is S75821.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Clise
Registration Specialist II

FAX Aud. #: H11000019676
Letter Number: 211A00002000
P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF ORGANIZATION
SGR HOTEL GROUP, LLC**

**ARTICLE I
ORGANIZER**

I, Claude W. Roxborough III, 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 "SGR Hotel Group, 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.

**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.

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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 8th day of February, 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:



Claude W. Roxborough III
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 SGR Hotel Group, 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. Berman

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