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TALLAHASSEE, FLORIDA

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ALEXANDER C. MACKINNON

July 11, 2013

Via Federal Express

Florida Department of State
Attn: Mr. Shawn Toner, Administrator
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Sapphire Hotel Group, LLC

Dear Mr. Toner:

Pursuant to our telephone conversation on Wednesday, July 10, enclosed please find Articles of Organization for Sapphire Hotel Group, LLC to be filed among the Florida corporate records. Also enclosed please find this law firm's trust account check in the amount of \$125.00 representing the filing fee (\$100.00) and Registered Agent Fee (\$25.00). Please issue a letter of acknowledgment to this office via regular mail or e-mail to yvonne@smithmackinnon.com. A stamped, self-addressed envelope is enclosed for your convenience.

Please know that we appreciate your assistance in filing the articles for this limited liability company as quickly as possible. If you have any questions or comments, please contact the undersigned immediately.

Very truly yours,

Yvonne G. Larsen

Yvonne G. Larsen
Legal Assistant to
Alexander C. Mackinnon

**ARTICLES OF ORGANIZATION
OF
SAPPHIRE HOTEL GROUP, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be SAPPHIRE HOTEL GROUP, LLC, and its principal place of business and mailing address shall be located at 9813 Grosvenor Pointe Circle, Windermere, Florida 34786.

**ARTICLE II
COMMENCEMENT OF EXISTENCE**

This Company shall exist for a period of thirty (30) years commencing on the date of filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved according to law.

**ARTICLE III
GENERAL PURPOSE; GENERAL POWERS**

The general purpose of this Company shall be the transaction of any and all lawful business. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

**ARTICLE IV
CONTRIBUTIONS TO CAPITAL**

The initial capital of the Company shall be Five Hundred and No/100 Dollars (\$500.00), which shall be contributed by the members in accordance with their initial ownership interests in the Company, which are as follows:

<u>Member</u>	<u>Ownership Interest</u>
Catherine Somani	100%

No Member shall be entitled to receive interest in its or his contributions to capital. Each Member's contribution to capital shall be in cash or property as agreed upon by the Members. Additional contributions to capital by the Members may be required pursuant to acts of the Board of Managers.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be located at 9813 Grosvenor Pointe Circle, Windermere, Florida 34786, and the initial Registered Agent of this Company at that address shall be Catherine Somani. The Company may change its Registered Agent or the location of its registered office, or both, from time to time without amendment of these Articles of Organization.

ARTICLE VI

MANAGEMENT / INITIAL BOARD OF MANAGERS

The management or conduct of the business and affairs of the Company shall be vested in a Board of Managers as provided in the Operating Agreement of the Company. This Company shall have two (2) Managers initially. The number of Managers may be either increased or diminished from time to time by the Operating Agreement of the Company. The names and street addresses of the initial Managers of this Company, who shall serve as Managers until the first annual meeting of the Members or until their successors are elected and qualify, are:

Catherine Somani
9813 Grosvenor Pointe Circle
Windermere, FL 34786

Kiran R. Patel
7087 Grand National Drive, Suite 101
Orlando, FL 32819

ARTICLE VII

REGULATIONS

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Board of Managers.

ARTICLES VIII
ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as determined by a majority in interest of the Members.

ARTICLE IX
DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION
OR DISSOLUTION OF MEMBER

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining Members shall continue the business of the Company pursuant to the applicable provisions of law, these Articles of Organization and the Operating Agreement.

ARTICLE X
AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the Members is subject to this reservation.

ARTICLE XI
HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

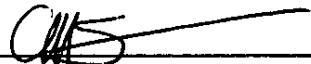
ARTICLE XII
MANAGER-MANAGED


That SAPPHIRE HOTEL GROUP, LLC is a manager-managed company; that the name and address of the managing managers are:

Catherine Somani
9813 Grosvenor Pointe Circle
Windermere, FL 34786

Kiran R. Patel
7087 Grand National Drive, Suite 101
Orlando, FL 32819

IN WITNESS WHEREOF, the undersigned do make and file these Articles of Organization declaring and certifying that the facts stated herein are true and correct, and do hereby subscribe thereto and hereunto set their hand and seal this 10th day of July, 2013.

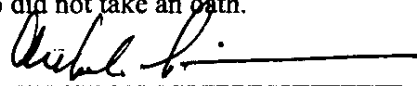


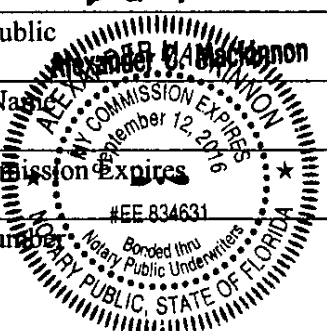
Catherine Somani


Kiran R. Patel

STATE OF FLORIDA
COUNTY OF ORANGE


The foregoing instrument was acknowledged before me this 10th day of July, 2013, by **Catherine Somani** and who is ☒ personally known to me or ☐ produced the following identification: _____, and who did not take an oath.

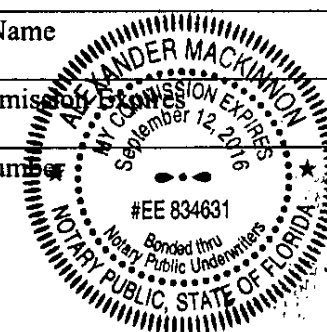


Notary Public
Printed Name **Alexander C. Mackinnon**
My Commission Expires **September 12, 2016**
Serial Number **#EE 834631**


STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 10th day of July, 2013, by **Kiran R. Patel** and who is ☒ personally known to me or ☐ produced the following identification: _____, and who did not take an oath.



Notary Public
Printed Name **Alexander C. Mackinnon**
My Commission Expires **September 12, 2016**
Serial Number **#EE 834631**


**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

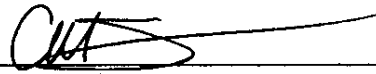
In compliance with Sections 48,091 and 608.416, Florida Statutes, the following is submitted:

SAPPHIRE HOTEL GROUP, LLC (the "Limited Liability Company") desiring to organize as a domestic corporation or qualify under the laws of the State of Florida has named and designated Catherine Somani as its Registered Agent to accept service of process within the State of Florida with its registered office located at 9813 Grosvenor Pointe Circle, Windermere, Florida 34786.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Limited Liability Company at the place designated in this Certificate, I hereby agree to act in this capacity and I am familiar with and accept the obligations relating to service as a registered agent, as the same may apply to the Limited Liability Company and I further agree to comply with the provisions of Florida Statutes, Section 48091 and all other statutes, all as the same may apply to the Limited Liability company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 10th day of July, 2013.



Catherine Somani
Registered Agent