

03/13/2014

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Division of Corporations

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L14000025160

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GOLD SUN HOSPITALITY LLC

AMENDED AND RESTATED ARTICLES OF ORGANIZATION

The undersigned, Suresh C. Saraswat, being a duly authorized representation of Gold Sun Hospitality LLC, a limited liability company formed under the Florida Revised Limited Liability Act (the "Company"), hereby certify and states as follows for the purpose of amending and restating the Articles of Organization of the Company:

1. Filing Information: The Articles of Organization for the Company were filed with the Secretary of State of Florida on February 13, 2014 and were assigned document number L14000025160.

2. Amendment and Restatement. All of the provisions of the Articles of Organization in effect and as amended and restated are as follows:

Name: The name of the limited liability company (the "Company") is: Gold Sun Hospitality LLC

Principal Office: The street address of the principal office of the Company is:

37611 U.S. Highway 19 North
Palm Harbor, Florida 34684

Mailing Address: The mailing address of the Company is:

1426 Georgetown Lane
Murfreesboro, Tennessee 37129

Purposes and Powers: The purposes for which the Company is formed are to engage in any lawful business. The Company shall have all the general powers granted by law to limited liability companies organized under the laws of the State of Florida and all other powers not inconsistent with law which are appropriate to attain its purposes.

Management: The Company is to be managed by one or more managers, and is, therefore, a manager-managed company. None of the members of the Company shall have the authority to act as an agent on behalf of the Company or to otherwise bind the Company solely by reason of being a member of the Company. No contract, obligation or liability of any kind or type can be entered into on behalf of the Company by any member.

The name of the initial Manager of the Company is:

Suresh C. Saraswat

The initial Manager of the Company shall serve as the exclusive manager and agent of the Company until his resignation, death, incapacity, incompetency or removal as the manager of the {00147391.DOCX;1}

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Company by the members of the Company in accordance with the Operating Agreement of the Company.

Authority of the Manager: Except as otherwise specifically limited in the Operating Agreement of the Company or under applicable law, the Manager shall have the exclusive power and authority to: (i) manage the affairs and business of the Company; (ii) exercise the authority and powers granted to the Company; and (iii) otherwise act in all other matters on behalf of the Company.


Without limiting the generality of the foregoing, subject to the specific limitations set forth in the Operating Agreement of the Company and under applicable law, the Manager of the Company shall have the right, power and authority to (a) incur all reasonable expenditures and pay all obligations of the Company; (b) execute any and all documents or instruments of any kind which the Manager deems necessary or appropriate to achieve the purposes of the Company, including, without limitation, contracts, agreements, leases, subleases, easements, deeds, notes, mortgages and other documents or instruments of any kind or character or amendments of any such documents or instruments; (c) purchase or lease equipment for Company purposes; (d) borrow money from individuals, banks and other lending institutions for any Company purpose, and mortgage or pledge any or all Company Properties; to secure or provide for the repayment of such loans; obtain replacements of any mortgage or mortgages in whole or in part, refinance, recast, modify, extend or consolidate any mortgage affecting company property; (e) procure and maintain, at the expense of the Company and with responsible companies, such insurance as may be available in such amounts and covering such risks as are appropriate in the reasonable judgment of the Manager, including insurance policies insuring the Manager against liability arising as a result of any action he may take or fail to take in his capacity as Manager of the Company; (f) employ and dismiss from employment any and all of the Company's employees, agents, independent contractors, attorneys and accountants; and (g) supervise the preparation and filing of all Company tax returns.

Registered Agent: The name and street address of the registered agent of the Company are:

Suresh C. Saraswat
37611 U.S. Highway 19 North
Palm Harbor, Florida 34684

The registered agent of the Company named herein accepted his appointment as the registered agent of the Company in connection with the filing of the Articles of Organization of the Company.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization as of the 7th day of March, 2014.


Suresh C. Saraswat

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