

Division of Corporations

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Florida Department of State
Division of Corporations
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Fax Number : (850) 617-6381

From: Account Name : SMITH, STOUT, BIGMAN & BROCK, P.A.
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Phone : (386) 254-6875
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**FLORIDA LIMITED LIABILITY CO.
MSB Hotels III, LLC**

Certificate of Status	0
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6/10/16*

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

of

MSB HOTELS III, LLC

A Florida Limited Liability Company

The undersigned authorized representative, on behalf of the members of the within named limited liability company, hereby forms this limited liability company (hereinafter referred to as "this company") under the provisions of the Florida Revised Limited Liability Company Act.

ARTICLE 1

NAME

The name of this company is: **MSB HOTELS III, LLC**

ARTICLE 2

TERM OF EXISTENCE

The term of existence of this company is perpetual. The date and time at which the existence of this company begins is the date and time of filing of these articles of organization by the Department of State of the State of Florida.

ARTICLE 3

PURPOSE

The purpose for which this company is organized is to engage solely in the acquisition, ownership, operation and management of the real property located at 530 A1A Beach Blvd., St. Augustine Beach, Florida, commonly known as "Castillo Real Resort Hotel"; and to engage in such other lawful activities in which limited liability companies may engage under the Florida Revised Limited Liability Company Act as are incidental, necessary or appropriate in order to conduct the business of the company. This company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest the funds of this limited liability company in the referenced real estate, including mortgaging said real estate, and in stocks, bonds or any other type of investments; and to own personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes enumerated in these articles of organization or any amendment

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thereof, and to do any act necessary or incidental to the protection and benefit of this company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this company.

ARTICLE 4
PRINCIPAL OFFICE

The mailing address and street address of the principal office of this company:

Mailing address: 45 Seton Trail
Ormond Beach, FL 32176

Street address: 530 A1A Beach Blvd.
St. Augustine Beach, FL 32080

ARTICLE 5
REGISTERED AGENT; REGISTERED OFFICE

The name and street address of the initial registered agent of this company in the State of Florida are as follows:

Name: Seabreeze Corporate Services, LLC

Street Address: 444 Seabreeze Blvd., Suite 900
Daytona Beach, Florida 32118

ARTICLE 6
ADMISSION OF ADDITIONAL MEMBERS

The members of this company are given the right to admit additional members upon the condition that each new member is approved for admission by vote or consent in writing of not fewer than one hundred percent (100%) of the members then existing.

ARTICLE 7
CONTINUATION OF BUSINESS

The remaining members of this company are given the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

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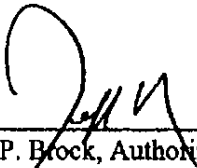
**ARTICLE 8
MANAGEMENT**

This company is to be managed by one or more managers and is, therefore, a manager-managed company. Any manager of this company may also be a member of this company.

The initial manager of the company is Manoj Bhoola, 45 Seton Trail, Ormond Beach, FL 32176.

DATED the 8th day of June, 2016.

In accordance with Sec. 605.0203(1)(b), Fla.Stat., the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, F.S.



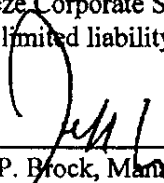
Jeffrey P. Brock, Authorized Representative

**STATEMENT OF ACCEPTANCE OF
APPOINTMENT AS REGISTERED AGENT**

Having been appointed as registered agent to accept service of process for the above named limited liability company at the place designated in the foregoing articles, I hereby accept such appointment and agree to act in this capacity. 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 605, Fla. Stat.

Dated: June 8, 2016.

Seabreeze Corporate Services, LLC, a
Florida limited liability company

By 

Jeffrey P. Brock, Manager

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