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December 15, 1995

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

500001664055  
-12/18/95--01040--001  
\*\*\*\$337.50 \*\*\*\$337.50

Re: Coastal Lodging Properties Limited Company

Gentlemen:

I am enclosing an original and a copy of Articles of Incorporation for the above-named corporation, the Certificate of Designation of Registered Agent/Registered Office and the Affidavit of Membership and Contributions. In addition, a check in the sum of \$337.50 is enclosed which represents the filing fees and charges for a certified copy.

Please file the original of the enclosed Articles of Incorporation and return the certified copy to the undersigned.

Very truly yours,

Anthony J. Leggio

AJL:sjl  
Enclosures

789-509-671

W95-24686

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JAN -5 AM 10:09

gf 1/5/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Morthum  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JAN -5 AM 10:09

December 20, 1995

WIMBERLY, LAWSON & LEGGIO  
ATTN: ANTHONY J. LEGGIO  
303 CENTRE STREET #102  
FERNANDINA BEACH, FL 32034

SUBJECT: COASTAL LODGING PROPERTIES LIMITED COMPANY  
Ref. Number: W95000024686

We have received your document for COASTAL LODGING PROPERTIES LIMITED COMPANY and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

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 (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 095A00054790

*\* Please note:  
Name Changes have been made.  
Thank you.*

**ARTICLES OF ORGANIZATION OF  
COASTAL LODGING PROPERTIES  
LIMITED COMPANY**

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DIVISION OF CORPORATIONS  
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**ARTICLE I**

**Name**

The name of the limited liability company is Coastal Lodging Properties Limited Company, ("Company").

**ARTICLE II**

**Address**

The mailing and street address of the Company's principal office is 98 South Fletcher Avenue, Fernandina Beach, Florida 32034.

**ARTICLE III**

**Duration**

The period of duration for the Company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State.

**ARTICLE IV**

**Registered Agent and Office**

The name and street address of Company's initial registered agent in Florida is Anthony J. Leggio, Esquire, 303 Centre Street, Suite 102, Fernandina Beach, Florida 32034.

**ARTICLE V**

**Management**

The Company is to be managed by its managers, who are to serve as managers until the first annual meeting of members or until their successors are elected and qualify. The initial managers shall hold the offices and have the responsibilities accorded to him by the members as set forth in the operating agreement of the Company which shall be established and amended from time to time by the unanimous written consent of the members. The initial managers (who shall

provide their services through Lodging Resources, Inc., a Florida corporation) are identified as follows:

David J. Caples and Susan J. Caples, whose address is 98 South Fletcher Avenue, Fernandina Beach, Florida 32034.

#### **ARTICLE VI**

##### **Members and Admission of New Members**

The members of the Company are identified as follows:

David J. Caples and Susan J. Caples, whose address is 1617 Atlantic Avenue, Fernandina Beach, Florida 32034.

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

#### **ARTICLE VII**

The remaining members of the Company have 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 in the Company. The business may be continued only on the unanimous written consent of the remaining members.

#### **ARTICLE VIII**

##### **Business Purpose**

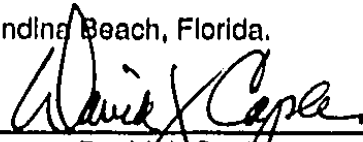
The Company shall engage in the business of purchasing, selling, constructing, managing and marketing of lodging facilities, and engaging in any other activities which are legal under the laws of the United States of America and the State of Florida.

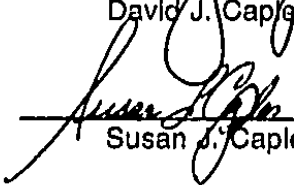
**ARTICLE IX**

**Additional Provisions**

The power to adopt, alter, amend, or repeal the regulations of the Company and the operating agreement is vested entirely in the members listed in Article VI and requires their unanimous written consent.

**IN WITNESS WHEREOF**, we have executed these Articles of Organization on this 15<sup>TH</sup> day of December, 1995, at Fernandina Beach, Florida.

  
\_\_\_\_\_  
David J. Caples

  
\_\_\_\_\_  
Susan J. Caples

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96 JAN -5 AM 10:09

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida.

(1) The name of the limited liability company is **Coastal Lodging Properties Limited Company**.

(2) The name and address of the registered agent and office is:

Anthony J. Leggio  
303 Centre Street, Suite 102  
Fernandina Beach, Florida 32034.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in the certificate, I hereby accept the appointment as registered agent 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.

Dated: January 2, 1996

  
\_\_\_\_\_  
Anthony J. Leggio

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DIVISION OF CORPORATIONS  
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### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

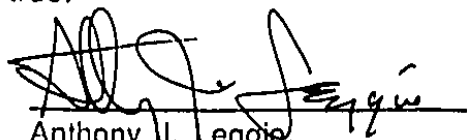
The undersigned member or authorized representative of a member of **Coastal Lodging Properties Limited Company** deposes and says:

(1) The above named limited liability company has at least two members.

(2) The total initial amount of cash contributed by each of the members is \$5,000.00. No property other than cash is being contributed at this time.

(3) The amount of cash anticipated to be contributed by the members, in addition to the initial amount of cash contributed, is not determinable at this time.

In accordance with Section 608.408(3), Florida Statutes, this execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated here are true.

  
Anthony J. Leggio,  
Attorney and Authorized  
Representative of the Members

Sworn to and subscribed before me this 2nd day of January, 1996.

Personally known 

