10000019 **Document Number Only** CT CORPORATION SYSTEM Requestor's Name 660 East Jefferson Street Address Tallahassee, FL 32301 222-1092 City State Zlp Phone **CORPORATION(S) NAME** 159931593691 -01/10/96--01033--009 *****337.50 *****337.50 Uvertura totel () Profit () NonProfit () Amendment () Merge () Foreign () Dissolution/Withdrawal () Mark () Limited Partnership () Annual Report WOther ELC () Reinstatement () Reservation () Change of R.A. ()Fic. Name Certified Copy () Photo Copies () CUS () Call When Ready () Call if Problem () After 4:30 Walk In Pick Up () Mail Out Vaine 1-8 Availability PLEASE RETURN EXTRA COPIES 3pm Document FILE STAMPED Examiner Updater D BROWN JAN - 8 1996 Please note that the Extite info for member ship + Per Bette within the document.

Thank you! Taman Veriller Acknowledgment W.P. Verifler

CR2E031 (1-89)

٠,٠

ARTICLES OF ORGANIZATION

OF

AVENTURA HOTEL, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization. following Articles of Organization.

ARTICLE I - Name

The name of the limited liability company (the "Limited Liability Company") is:

Aventura Hotel, L.C.

ARTICLE II - Address

The mailing address and, if different, the street address of the principal office of the Limited Liability Company is/are:

> 1100 Linton Boulevard Suite C-9 Delray Beach, Florida 33444

ARTICLE III - Duration

The Limited Liability Company shall commence its existence on the date that these Articles of Organization are filed by the Florida Department of State. The existence of the Limited Liability Company shall terminate on that date which is thirty (30) years from the date of the commencement of its existence, unless the Limited Liability Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - Purposes and Powers

The purpose for which the Limited Liability Company is organized is to purchase, take, receive, lease, or otherwise acquire, own, hold, improve, or use, or otherwise deal in or with, real or personal property, or an interest in real or personal property, wherever situated and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Limited Liability Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - Management

The Limited Liability Company shall be managed by one or more managers in accordance with regulations adopted by the members of the Limited Liability Company for the management of the business and affairs of the Limited Liability Company. These regulations may contain any provisions for the regulation and management of the business and affairs of the Limited Liability Company no: inconsistent with applicable law or these Articles of Organization.

The names and address of the initial managers who are to serve as managers of the Limited Liability Company until the first annual meeting of members or until their successors are elected and qualify are:

Michael Walsh
Mark Walsh
1100 Linton Boulevard
Suite C-9
Delray Beach, Florida 33444

ARTICLE VI - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company are:

C T CORPORATION SYSTEM 1200 South Pine Island Road Plantation, Florida 33324

ARTICLE VII - Registered Office

The street address of the initial registered office of the Limited Liability Company is:

c/o C T CORPORATION SYSTEM 1200 South Pine Island Road Plantation, Florida 33324

ARTICLE VIII - Capital Contributions

The members of the Limited Liability Company have contributed cash in the total amount of \$ 1,000.00.

ARTICLE IX - Additional Capital Contributions

Each member of the Limited Liability Company shall make additional capital contributions as required to be contributed from time to time as determined by the manager(s) of the Limited Liability Company.

ARTICLE X - Admission of New Members

The admission of new members to the Limited Liability Company and the transfer of the interest of members in and to the Limited Liability Company shall be in accordance with regulations adopted by the members of the Limited Liability Company for the management of the business and affairs of the Limited Liability Company.

ARTICLE XI - Termination of Existence

The Limited Liability Company shall be dissolved upon the happening of any event which causes the dissolution of the Limited Liability Company pursuant to applicable law or pursuant to the regulations

adopted by the members of the Limited Liability Company for the management of the business and affairs of the Limited Liability Company, unless the business of the Limited Liability Company is continued by the consent of all members, provided that there are at least two (2) members and such continuance is in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Delray Beach, Florida, for the foregoing uses and purposes this 300 day of January, 1996.

ithael Walsh

Mark Walsh

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me personally appeared Michael Walsh and Mark Walsh, the organizers of the above-named limited liability company, who are each personally known to me and who subscribed the foregoing Articles of Organization, and they acknowledged before me that they executed the foregoing Articles of Organization for the purposes therein expressed.

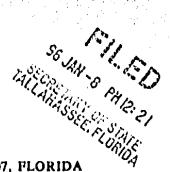
JILL JOHNS
My Comm Exp. 12/10/97
Bonded By Service his
No. CC329605
Unamed the 13 cm | 13 cm | 12 cm | 12 cm | 12 cm | 13 cm |

Notary Public Johns

Commission Number:

My Commission Expires: 12/10/97

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.

		,	L.C.				
The nan	ne and add	lress of	the registe	ered agent a	and office is:		
CT C	crporat	ion s	System				_
				(Name)	•		_
1200	South	Pine	Island	Road			
			(F	O. Box aut ac	ceptable)	····	-
		Er.	33324				
Plan	cation,	T. II	J J J L 1				

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this 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.

Conie Buy	January 8, 1996		
AME E(Simulate)	(Date)		
STOLAN ACCICTANT SECRETARY			

FILING FEE: \$ 35 for Designation of Registered Agent