

L980000001711



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 952173 6258A

AUTHORIZATION : ,

*Patricia Pizutto*

COST LIMIT : \$ 285.00

ORDER DATE : September 4, 1998

ORDER TIME : 10:45 AM

ORDER NO. : 952173-005

CUSTOMER NO: 6258A

CUSTOMER: William L. Owens, Esq  
BOND SCHOENECK & KING, P.A.

300002632213--8

Suite 107  
1167 Third Street South  
Naples, FL 34102-7098

DOMESTIC FILING

NAME: IBIS OF NAPLES, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Name	<i>MSH</i>
Availability	<i>MSH</i>
Document Examiner	<i>MSH</i>
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# ARTICLES OF ORGANIZATION

OF

IBIS OF NAPLES, L.L.C.

## Article 1. Name

The name of the Limited Liability Company is

Ibis of Naples, L.L.C.

## Article 2. Duration

The duration of the Limited Liability Company is perpetual.

## Article 3. Principal Office and Mailing Address

The principal place of business of the Limited Liability Company is at 600 5th Avenue South, Suite 210, Naples, Florida 34102. The mailing address of the Limited Liability Company is 600 5th Avenue South, Suite 210, Naples, Florida 34102.

## Article 4. Initial Registered Office and Agent

The initial registered office of the Limited Liability Company is c/o Bond, Schoeneck & King, P.A., 1167 Third Street South, Suite 107, Naples, Florida, 34102. The name of the initial registered agent at that address is William L. Owens, Esq.

## Article 5. Admission of New Members

The Limited Liability Company may admit additional members upon a vote of a majority in interest of the members preceding the admission of the new member.

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Article 6. Right to Continue Business

Upon 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 Limited Liability Company, the remaining members may elect to continue the business upon a vote of a majority in interest of the remaining members.

Article 7. Statement of Management

The Limited Liability Company is to be managed by a manager or managers who shall continue to serve as manager(s) until their successor(s) are elected or appointed and shall qualify. The name and address of the initial manager is:

Martin M. Wasmer

600 5th Avenue South  
Suite 210  
Naples, Florida 34102

Martin M. Wasmer, as a member and manager, is authorized to execute these Articles of Organization and file them with the Florida Department of State.

Article 8. Commencement of Existence

The Limited Liability Company's existence shall commence upon the filing of these Articles of Organization with the Florida Secretary of State.

Article 9. Regulations

These Articles of Organization and the Florida Limited Liability Company Act shall be deemed to be the regulations of the Limited Liability Company unless and until the members have otherwise adopted additional or inconsistent provisions in connection with any matters permitted to be addressed in regulations.

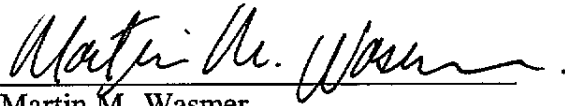
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Article 10. Amendment


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

*In Witness Whereof,* the undersigned has signed these Articles of Organization on this 2nd day of September, 1998.

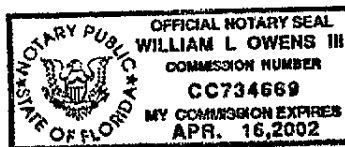
  
Martin M. Wasmer

STATE OF FLORIDA :  
:  
COUNTY OF COLLIER : ss.:

The foregoing instrument was acknowledged before me this 2nd day of September, 1998, by MARTIN M. WASMER, who is personally known to me or produced his \_\_\_\_\_ as identification and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.

  
Notary Public

My Commission Expires:

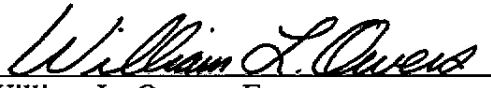


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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Ibis of Naples, L.L.C. which is contained in the foregoing Articles of Organization. I am familiar with, and accept, the obligations of such a position.

Dated this 2nd day of September, 1998.

  
William L. Owens, Esq.  
Registered Agent

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

MARTIN M. WASMER, being duly sworn, deposes and says that:

1. I am a member of Ibis of \_\_\_\_\_ a limited liability company to be  
Naples, L.L.C.  
established under Florida law. I make this affidavit pursuant to Florida Statute §  
608.407 to allow the filing of the foregoing Articles of Organization.

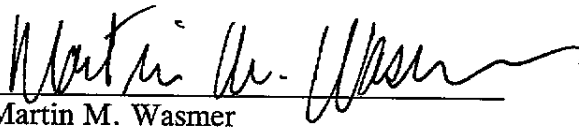
2. I declare that the above named limited liability company has at least one  
member.

3. The initial amount of cash to be contributed to the limited liability  
company by the members is \$100.00.

4. The total amount of cash anticipated to be contributed to the limited  
liability company by the members is \$300,000.00. The members reserve the right to  
contribute less than the anticipated amount of capital contributions to the limited  
liability company.

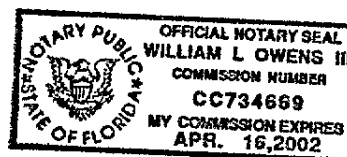
5. There is no other property other than the above described cash to be  
contributed by the members and no other property or cash anticipated to be contributed  
at this time. If any additional contributions are made, the foregoing Articles of  
Organization shall be amended to reflect such additional contributions. If any  
additional contributions are made, the members shall file a supplemental affidavit of  
capital contributions with the Florida Department of State to reflect such additional  
contributions.

IN WITNESS WHEREOF, I have signed this affidavit.

  
Martin M. Wasmer

Sworn to before me this  
2nd day of September, 1998

  
Notary Public



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