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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 9, 1998

ACCOMMODATIONS.COM P.O. BOX 729 DESTIN, FL 32540

SUBJECT: ACCOMMODATIONS.COM, LLC

Ref. Number: W98000020501

We have received your document for ACCOMMODATIONS.COM, LLC and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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 (850) 487-6913.

Letter Number: 798A00045830

Diane Cushing Corporate Specialist

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Accommodations.com, Ilc.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

151 Regions Way. Bldg Z-A.
Destin, FL 32541

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Indefinite Period of Time.

ARTICLE IV - Management: (Check the appropriate box and complete the statement)



The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Michael E. Balzer, managing member. 151 Regions Way #ZA. Destin, FL 32541

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

not without unanimous consent.

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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1.	The name of the limited liability company is:	_		
	Accommodations. com, lle	‡ ∽ ⊱	o သ	
2.	The name and the Florida street address of the registered agent are:	CRETATIVO	SEP 30	FILE
	Michael E. Balzer NAME		PM 1: 20	
	151 Regions Way #2A Florida street address (P. O. Box NOT ACCEPTABLE)			••••
	Destin FL 32541 CITY, STATE AND ZIP	_		-

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.

SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company 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 limited liability company shall be: ; the event of death or incapacity of the managing member, the remaining member shall become the managing member,

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ARTICLE VII - Affidavit of Membership and Contributions	=
The undersigned member or authorized representative of a member of Accommodal is a certifies:	a. 44
1) the above named limited liability company has at least one member; 2) the total amount of cash contributed by the member(s) is	
2) the total amount of cash contributed by the member(s) is 3) if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a part hereto.); and 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 25.000.000.0000;	_

Signature of a member or an authorized representative of a member.

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

Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

September 21, 1998

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

Ref. Number

W98000020501

Letter Number

798A00045830

Attn.:

Diane Cushing

Corporate Specialist

Dear Ms. Cushing:

Following is the written description of the property and/or services for Accommodations.com,

LLC:

Property:

The domain http://www

http://www.accommodations.com

Services:

To provide for a fee links from the domain referenced above

If you should have any additional questions, do not hesitate to let me know.

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Sincerely,

Michael E. Balzer

cc: Robert J. Haupt