ATTORNEYS AT LAW A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION

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August 30, 1999

VIA FIRST CLASS MAIL

Registration Section **Division of Corporations** 409 E. Gaines St. Tallahassee, FL 32399

Re:

Metro Three Hotel, L.L.C.

L99-5629

Dear Sir or Madam:

Enclosed please find original Articles of Organization for Metro Three Hotel, L.L.C. and Certificate of Designation of Registered Agent / Registered Office for filing. I have also enclosed the required filing fee of \$285.00. Please send the confirmation of filing to me at the above address.

Thank you for your assistance. Please feel free to contact me with any questions.

Sincerely yours,

AB/mtf **Enclosures**

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

METRO THREE HOTEL, L.L.C.

ARTICLE II - Address:

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

8 Shady Lane, Mary Esther, Florida 32569

ARTICLE III - Duration:

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

PERPETUAL

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 n and address(es) of such manager(s) who is/are to serve as manager(s) is/are:	ame(s)
	TALL AHAS	99 SEP -2	
V	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:	PH 2:	

SAM CHANG, 8 Shady Lane, Mary Esther, Florida 32569

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:

2/3 vote to admit

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:

2/3 vote

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of METRO TH	REE HOTEL, L.L.C.
ce	rtifies:
 the above named limited liability company has at least one member; the total amount of cash contributed by the member(s) is 	\$ <u>1,000</u> ;
 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 	\$_0 \$_1,000
Signature of a member or an authorized representative of a member	99 SEP -2 PM SECRUTANY OF TALLAHASSEE F

Filing Fee: \$250.00 for Articles and Affidavit

Typed or printed name of signee

Stuart R. Rombro, authorized representative for Sam Chang

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:	METRO THREE HOTEL, L.L.C.	
		95°
2. The name and the Florida street address of the	registered agent are:	
C T Corporatio	on System	t k "
1200 South Pine Is1 Florida street address (P. O. I	and Road Box NOT ACCEPTABLE) TO SEE THE SECOND SEC	7
Plantation FL CITY, STATE A	33324 SEE OF	
Having been named as registered agent and to accilimited liability company at the place designated appointment as registered agent and agree to act in the provisions of all statutes relating to the proper at am familiar with and accept the obligations of my pos	this certificate, I hereby accept the this capacity. I further agree to comply with	
Bonnie A. Schuman SIGNATURE	Casistant Sucretary	

Filing Fee: \$ 35 for Designation of Registered Agent