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January 8, 2001

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\*\*\*\*160.00 \*\*\*\*160.00

Via FedEx

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Odyssey Hotel Group, LLC, a Georgia limited liability company  
Our File No. 01115002

Registrar:

Enclosed please find the following:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida.
2. Original Certificate of Existence issued by the Secretary of State of Georgia, dated January 5, 2001
3. Copy of Certificate of Organization and Articles of Organization, as filed in Georgia.
4. Check for filing fee in the amount of \$160.00

Please confirm the registration by issuing a letter of acknowledgment, a certified copy of the application, as filed, and a certificate of status. Please return the same to me in the enclosed envelope.

Sincerely,

KATZ, BARRON, SQUITERO & FAUST, P.A.

*Erica L. English*

Erica L. English

encl.

cc: Keith Lynch (via e-mail)

M 01-82  
FILED  
01 JAN -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Odyssey Hotel Group, LLC  
(Name of foreign limited liability company)
2. Georgia  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 58-2504271  
(FEI number, if applicable)
4. December 3, 1999  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. January, 2001  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 4977 Olde Towne Way  
Marietta, Georgia 30068  
(Street address of principal office)

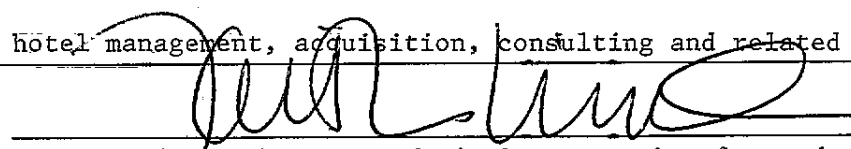
8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

<u>Keith Linch</u>	<u>Charles T. Pyles</u>
<u>4977 Olde Towne Way</u>	<u>16589 Binion Creek Heights</u>
<u>Marietta, GA 30068</u>	<u>Northport, Alabama 35475</u>

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Any legal purpose,  
but initially hotel management, acquisition, consulting and related

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

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

Keith Linch, Manager

Typed or printed name of signee

FILED  
01 JAN -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

Odyssey Hotel Group, LLC

2. The name and the Florida street address of the registered agent and office are:

Erica English

Katz, Barron, Squitero, Faust & Berman, P.A.

2699 South Bayshore Drive, 7th Floor

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami

FL

33133

City/State/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 as provided for in Chapter 608, F.S..*

*Erica English*

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

FILED  
01 JAN -9 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

CONTROL NUMBER : K949632  
DATE INC/AUTH/FILED: 12/03/1999  
JURISDICTION : GEORGIA  
PRINT DATE : 01/05/2001  
FORM NUMBER : 211

ARNALL GOLDEN & GREGORY, LLP  
KEITH E. LINCH, ESQ.  
2800 ONE ATLANTIC CENTER  
1201 W PEACHTREE ST  
ATLANTA, GA 30309

**CERTIFICATE OF EXISTENCE**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that as of the above print date

**ODYSSEY HOTEL GROUP, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated.

Said entity was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date and has not filed articles of dissolution, certificate of cancellation or any other similar document with the Office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the print date above. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

20010105154606621



Cathy Cox  
Secretary of State