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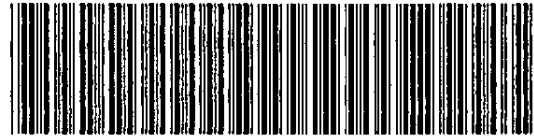
(Business Entity Name)

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T. CLINE

FEB - 2 2011

EXAMINER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2011 FEB - 1 AM 10:06


FILED

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

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

1. The name of the Foreign Limited Liability Company is Q CLUB HOTEL, LLC (the "Company").
2. The jurisdiction under the law of which the Company is organized is the State of Delaware.
3. The FEI number of the Company is 20-1353406.
4. The date of organization of the Company is October 18, 2010.
5. The period of duration of the Company shall be perpetual.
6. The date the Company first transacted business in Florida is November 3, 2010.
7. The street address of the principal office of the Company is 10520 N.W. 26th Street, Doral, Florida 33172.
8. The Company shall be manager-managed.
8. The name and usual business address of the manager of the Company is as follows:

JOSE E. CABANAS – 10520 N.W. 26th Street, Doral, Florida 33172.
10. Attached is an original certificate of existence for the Company, 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.
11. The Company's purpose is to transact all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.


JOSE E. CABANAS, Authorized
Representative of 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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

**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 Q CLUB HOTEL, LLC.
2. The name and the Florida street address of the registered agent and office are:

JOSE E. CABANAS
10520 N.W. 26th Street
Suite C-201
Doral, Florida 33177

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, Florida Statutes.



JOSE E. CABANAS, Registered Agent

2011 FEB - 1 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "Q CLUB HOTEL, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JANUARY, A.D. 2011.

FILED
2011 FEB - 1 AM 11:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8492413

DATE: 01-13-11