



ATTORNEYS AT LAW

THE ANDERSEN FIRM

A PROFESSIONAL CORPORATION

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March 20, 1998

VIA OVERNIGHT DELIVERY

Florida Secretary of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: The Grand on Grinnell, Inc.

Dear Sir/Madam:

Please find enclosed Articles of Organization for filing with your office. Also enclosed is our firm's check in the amount of \$122.50 representing the filing fee.

If you should have any questions, please contact me.

With kindest regards,

THE ANDERSEN FIRM
A PROFESSIONAL CORPORATION


Samuel S. Choy

Enc.
SSC/md

FILED

98 MAR 23 PM 2:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MAR 25 1998

ARTICLES OF INCORPORATION
OF
THE GRAND ON GRINNELL, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED person under the Florida Business Corporation Act hereby adopts the following Articles of Incorporation:

1. The name of the corporation is:

THE GRAND ON GRINNELL, INC.

2. The complete address of the corporation's initial registered office in Florida is:

501 Whitehead Street
Key West, Florida 33040.

3. The name of the initial registered agent, to be located at the address listed in 2 is:

William E. Andersen, Esq.

4. The name and complete address of the Incorporator is:

Samuel S. Choy, Esq.
THE ANDERSEN FIRM
A Professional Corporation
501 Whitehead Street
Key West, Florida 33040

5. The complete address of the corporation's principal office and mailing address of this corporation is:

1102 Whitehead Street
Key West, Florida 33040

6. The corporation is for profit.

7. The name and complete address of each person serving as an initial director is:

William E. Ehring
1102 Whitehead Street
Key West, Florida 33040

8. The number of shares of stock that this corporation shall have outstanding at any one time is five hundred (500) voting shares having a par value of one cent (\$.01) and five hundred (500) non-voting shares having a par value of one cent (\$.01).

9. The shareholders of the corporation shall have preemptive rights.

DATED this the 20th day of March 1998.



Samuel S. Choy, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
98 MAR 23 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the state of Florida.

1. The name of the Corporation is:
THE GRAND ON GRINNELL, INC.
2. The name and address of the registered agent and office is:
William E. Andersen, Esq.
THE ANDERSEN FIRM
A Professional Corporation
501 Whitehead Street
Key West, Florida 33040

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

DATED this the 20th day of March 1998.

William E. Andersen
William E. Andersen