

Filing Fee \$150.00

LLC # 88236

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION

Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

FIRST. The name of the Limited Liability company is:

THE OLD BEACH INN LLC

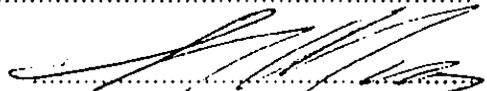
SECOND. There are at least two members who have agreed to form this limited liability company.

THIRD. The latest date on which the limited liability company is to dissolve is:

December 31, 2025

FOURTH. The name and address of the resident agent in the State of Rhode Island is:

Luke C. Murray
9 Chapel St.
Newport, RI 02840


Signature of Resident Agent

FIFTH. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

- a partnership;
- or a corporation.

FILED

FEB 20 1996

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FORM LLC-1A 2M 9-93

By And #55
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SECRETARY OF STATE
CORPORATIONS DIVISION

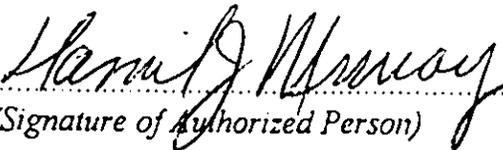
SIXTH. The address of the principal office of the limited liability company if it is determined:

..... 19 Old Beach Road
..... Newport,
..... Rhode Island 02840
.....

SEVENTH. Additional provisions (if any) not inconsistent with law, which the members elect to have set forth in these Articles of Organization:

EIGHTH. Date these Articles of Organization are to become effective, if later than the date of filing, is: UPON FILING (not more than 30 days after the filing of these Articles of Organization)

Dated February 20, 1996


.....
(Signature of Authorized Person)

APR 18 1996