

04/02/2004 11:43

85068-3398

FLORIDA FILING

Page 01

Division of Corporations

L04000025-373

Florida Department of State
Division of Corporations
Public Access System

2004 APR -2 A 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000070324 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0393

From:

Account Name : FLORIDA FILING & SEARCH SERVICES
Account Number : I20000000189
Phone : (850) 668-4318
Fax Number : (850) 668-3398

LIMITED LIABILITY COMPANY

MELBOURNE GREYHOUND PARK, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

RECEIVED
04 APR -2 PM 2:31
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

04/02/2004 11:43

8506683398

FLORIDA FILING

PAGE 02

H040000703843

FILED

ARTICLES OF ORGANIZATION
OF
MELBOURNE GREYHOUND PARK, LLC

2004 APR -2 A 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as the organizer of Melbourne Greyhound Park, LLC, under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is MELBOURNE GREYHOUND PARK, LLC (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is 9180 Galleria Court, Suite 600, Naples, Florida 34109.

ARTICLE III - Duration:

The period of duration of for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

Unless a Manager or Managers are appointed in accordance with the Operating Agreement, in which case the Company shall be managed by one or more Managers, the Company shall be managed by the Members.

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be Robert P. Grammen, a Florida residence and the street address of the Company's initial registered agent is 9180 Galleria Court, Suite 600, Naples, Florida 34109.

H040000703843

H040000703243

FILED

ARTICLE VIII - Amendments:

2004 APR -2 A 9:00

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IX - Indemnification:

Each individual or entity who is or was a member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote or Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon 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 WITNESS WHEREOF, the undersigned, sole member acting as the organizer of the Company has executed these Articles of Organization as of April 1, 2004.


Sherry Nicholson

H040000703243

H04000070304 3

FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

2004 APR -2 A 9:00

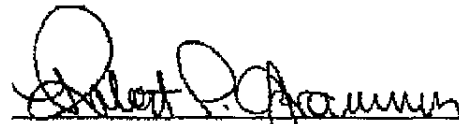
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is MELBOURNE GREYHOUND PARK, LLC.
2. The name and address of the registered agent and office is:

Robert P. Grammen
9180 Galleria Court
Suite 600
Naples, Florida 34109

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.

Dated this 1st day of April, 2004.


ROBERT P. GRAMMEN

H04000070304 2