

L060000001987

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

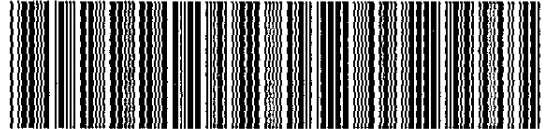
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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J. BRYAN JAN 13 2006

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, Fl 32308

City/St/Zip

850-222-2785

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1- MOOSE HILLOCK, /RG, LLC
- 2- _____
- 3- _____
- 4- _____

- Walk-in
- Pick-up time ASAP
- Certified Copy
- Mail-out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input checked="" type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Moose Hillock /RG, LLC,
(Name of Limited Liability Company)

Dear Sir or Madam:

The enclosed Articles of Correction and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Drennen L. Whitmire, Jr., Esquire
(Name of Person)

Haile, Shaw & Pfaffenberger, P.A.
(Firm/Company)

660 U.S. Highway One, Third Floor
(Address)

North Palm Beach, FL 33408
(City/State and Zip Code)

For further information concerning this matter, please call:

Drennen L. Whitmire, Jr., Esquire at (561) 833-5600
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Enclosed is a check for the following amount:

- \$25 Filing Fee
- \$30 Filing Fee & Certificate of Status
- \$55 Filing Fee & Certified Copy
- \$60 Filing Fee, Certificate of Status & Certified Copy

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TALLAHASSEE, FLORIDA

**ARTICLES OF CORRECTION
FOR
FLORIDA OR FOREIGN LIMITED LIABILITY COMPANY**

Pursuant to section 608.4115, F.S., this document is being submitted within the required 30 business days to correct the attached articles of organization or application to transact business in Florida.

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(ALL STATES) FLORIDA

FIRST: The name of the limited liability company is:
Moose Hillock /RG, LLC,

SECOND: The articles of organization or the application to transact business

(CHECK THE APPROPRIATE BOX AND COMPLETE THE APPLICABLE STATEMENT)

Contains an incorrect statement. The incorrect statement, the reason the statement is incorrect, and the corrected statement are as follows:
ARTICLE IV, MANAGMENT BY MANAGER, is amended in its entirety to correct the name of the Manager as follows:

ARTICLE I - MANAGEMENT BY MANAGER. The Company is to be managed by Roadrunner Partners, LP,

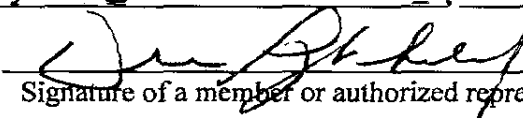
an Arizona limited partnership, as sole Manager, and is, therefore, a manager-managed limited liability

company.

OR

Was defectively signed. The manner in which the document was defectively signed and the appropriate correction are as follows:

Dated: January 5, 2006



Signature of a member or authorized representative of a member
Drennen L. Whitmire, Jr., Esquire

Typed or printed name of signee

Filing Fee: \$25.00
Certified Copy: \$30.00 (optional)

**ARTICLES OF ORGANIZATION
OF
MOOSE HILLOCK / RG, LLC**

The undersigned authorized representative of the members, for the purpose of forming a limited liability company under the Florida Limited Liability Act, Florida Statutes Chapter 608 (the "Act"), hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company shall be MOOSE HILLOCK / RG, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 26020 North 108th Place, Scottsdale, AZ 85255.

ARTICLE III - REGISTERED AGENT

The name of the registered agent of the Company in the State of Florida is Drennen L. Whitmire, Jr., Esquire, and his street and mailing address is 660 U.S. Highway One, Third Floor, North Palm Beach, FL 33408.

ARTICLE IV - MANAGEMENT BY MANAGER

The Company is to be managed by Robert Garson, an individual, as sole Manager, and is, therefore, a manager-managed limited liability company.

ARTICLE V - PURPOSE AND POWERS

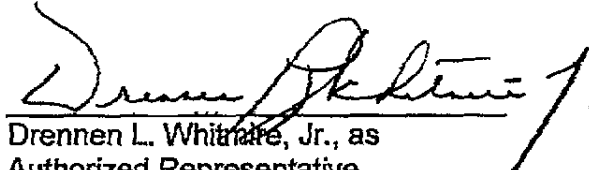
The purpose of the company is to be a member of Moose Hillock, LLC, the owner of that certain recreational vehicle community (the "Property"), known as "Moose Hillock Campground" located at 94 Batchelder Brook Road, Warren, Grafton County, New Hampshire, and to engage in activities and transactions which are necessary or advisable to accomplish the foregoing purposes. This company shall not engage in any other activity or business, and shall not change the foregoing business purposes without the prior written consent of the holder of any mortgage upon the Property.

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SECRETARY OF STATE

ARTICLE VI - EFFECT OF BANKRUPTCY, DEATH OR INCOMPETENCY OF A MEMBER

The bankruptcy, death, dissolution, liquidation, termination or adjudication of incompetency of a Member shall not cause the termination or dissolution of the Company and the business of the Company shall continue. Upon any such occurrence, the trustee, receiver, executor, administrator, committee, guardian or conservator of such Member shall have all the rights of such member for the purpose of settling or managing its estate or property, subject to satisfying conditions precedent to the admission of such assignee as a substitute Member. The transfer by such trustee, receiver, executor, administrator, committee, guardian or conservator of any Company interest shall be subject to all of the restrictions hereunder to which such transfer would have been subject if such transfer had been made by such bankrupt, deceased, dissolved, liquidated, terminated or incompetent Member.

IN WITNESS WHEREOF, the undersigned has made, subscribed and affirmed these Articles of Organization under the penalties of perjury as the duly authorized representative of a Member of the Company at North Palm Beach, Florida, as of this 5 day of January, 2006.


Drennen L. Whitacre, Jr., as
Authorized Representative

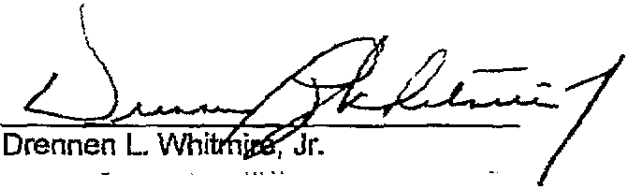
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned submits the following statement to accept the designation of registered office and agent in the State of Florida set forth in Article III of the foregoing Articles of Organization.

1. The name of the limited liability company is MOOSE HILLOCK / RG, LLC.
2. The name of the registered agent in the State of Florida is Drennen L. Whitmire, Jr.
3. The address of the registered agent in the State of Florida is 660 U.S. Highway One, Third Floor, North Palm Beach, FL 33408.

THE UNDERSIGNED HEREBY accepts his appointment as Registered Agent of the aforesaid Limited Liability Company. He is familiar with, and accepts the obligations of, Section 608.415 of the Florida Statutes.


Drennen L. Whitmire, Jr.

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