

L99000002884



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ORDER DATE : May 19, 1999
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ORDER NO. : 245769-005
CUSTOMER NO: 150991A

CUSTOMER: Todd W. Fennell, Esq
GOULD COOKSEY FENNELL O'NEILL
GOULD COOKSEY FENNELL O'NEILL
979 Beachland Boulevard

Vero Beach, FL 32963

FILED
99 MAY 19 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAY 19 PM 2:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING
NAME: VERO BEACH POLO, L.L.C.

EFFECTIVE DATE:

000002880250--2
-05/19/99--01062--005
***293.75 ***293.75

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

Name	5/19/99
Availability	DCC
Document Examiner	CONTACT PERSON: Christine Lillich DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W P. Verifier	DCC

EXAMINER'S INITIALS: _____

L99000002884

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I -- NAME

The name of the Limited Liability Company is **VERO BEACH POLO, L.L.C.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

6050 5th Street, S.W.
Vero Beach, FL 32962

ARTICLE III -- DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV -- MANAGEMENT

The Limited Liability Company shall be managed by Managing Members. The names and addresses of the initial Managing Members are:

George A. Kahle
6050 5th St. S.W.
Vero Beach, FL 32962

Sandra R. Kahle
6050 5th St. S.W.
Vero Beach, FL 32962

George Adolphus Kahle, III
6050 5th St. S.W.
Vero Beach, FL 32962

The Managing Members shall be elected annually by the Members in the manner prescribed by regulations as set forth in the Operating Agreement for this Limited Liability Company.

ARTICLE V -- ADMISSION OF ADDITIONAL MEMBERS

The Limited Liability Company shall, with the Managing Members' consent, have the right to admit additional Members upon a vote of a majority of the Voting Units (as defined in the Operating Agreement) of the Members.

ARTICLE VI -- MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining Members of the Limited Liability Company shall have the right to elect to continue the business of the L.L.C. on 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 the Limited Liability Company, by a vote of a majority of the Voting Units (as defined in the Operating Agreement) of the remaining Members.

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MAY 19 PM 3:00
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TALLAHASSEE, FLORIDA

ARTICLE VII - POWER TO AMEND REGULATIONS

The power to adopt, alter, amend or repeal regulations as set forth in the Operating Agreement of the Limited Liability Company shall be vested solely in the Managing Members.

ARTICLE VIII - EFFECTIVE DATE

These Articles of Organization shall be effective upon the date of filing.

IN WITNESS WHEREOF, the Managing Member has affixed his signature this 18th day of May, 1999.

By: George Adolphus Kahle, III
GEORGE ADOLPHUS KAHLE, III
Managing Member

FILED
99-MAY-19 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared GEORGE ADOLPHUS KAHLE, III, to me known to be the individual described in and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed by hand and official seal at Vero Beach, said County and State aforesaid, this 18th day of May, 1999.

Gina M. Cappello
Notary Public, State of Florida at Large.
My commission expires:

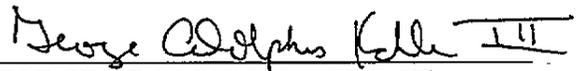


Gina M. Cappello
MY COMMISSION # CC834414 EXPIRES
June 21, 2003
BONDED THRU TROY FAIN INSURANCE, INC

VERO BEACH POLO, L.L.C.
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member of VERO BEACH POLO, L.L.C. certifies:

1. The above-named Limited Liability Company has three (3) Members; and
2. The total amount of cash contributed by the Members is One Thousand Dollars and no/100 (\$1,000.00); and
3. The agreed value of property other than cash contributed by the Members, collectively, is a Zero Dollars (\$0.00); and
4. The total amount of cash and property contributed and anticipated to be contributed by the Members is One Hundred Thousand and no/100 Dollars (\$100,000.00).



GEORGE ADOLPHUS KAHLE, III
Managing Member

FILED
99 MAY 19 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

VERO BEACH POLO, L.L.C.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/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.

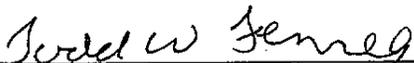
1. The name of the Limited Liability Company is VERO BEACH POLO,
2. The name and the Florida street address of the registered agent is:

Todd W. Fennell, Esquire
979 Beachland Boulevard
Vero Beach, Florida 32963

FILED
99 MAY 19 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

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.



TODD W. FENNELL, Registered Agent