

MAR-29-1996 11:37 AM
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
1425 E. GAIL BREE
TALLAHASSEE 32399
FAX: (904) 922-4000
FROM: EMPIRE CORPORATE KIT COMPANY
1425 E. FLAGLER ST
MIAMI FL 33135-302-
CONTACT: RAY STORMONT
PHONE: (305) 541-3094
FAX: (305) 541-3770

(((H96000004529)))
NAME: CALUSA COUNTRY ULB, L.C.
DOCUMENT TYPE: LIMITED LIABILITY COMPANY
FAX AUDIT NUMBER: H96000004529
DATE REQUESTED: 03/29/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 5
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TIME REQUESTED: 10:41:30
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255

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(((H96000004529)))
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MAR 29 PM 1:46

DEPT OF CORPATIONS

W96-6930
1126-Statement of Mar
4/3

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 APR -3 AM 10:59

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 1, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CALUSA COUNTY CLUB, I.C.
REF: W96000006930

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: E96000004529
Letter Number: 296A00014713

4496000004529

ARTICLES OF ORGANIZATION
OF
CALUSA COUNTRY CLUB, L

FILED
96 APR -3 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Limited Liability Company, being natural persons, competent to contract, hereby form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Limited Liability Company shall be:
CALUSA COUNTRY CLUB, L.C.

ARTICLE II
PRINCIPAL OFFICE

The Principal Office shall be located at 9400 SW 130 AVENUE, MIAMI, FLORIDA 33186 or such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law.

ARTICLE III
TERM

This Limited Liability Company shall have perpetual existence.

4496000004529

Prepared By David A. Rosenblatt
Florida Bar No.: 253758
9190 Sunset Drive
Miami, Florida 33173
Telephone: (305) 595-3444

525600000964

ARTICLE IV

This Limited Liability Company will be managed by two members. The list of names and addresses of the individuals who will serve as managers are:

NAME	ADDRESS
Paul Visaggio	14048 SW 83 Place, Miami, Florida
James W. Hall	4300 South US Highway, Ste 203-308 Jupiter, Florida 33477

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami, Dade County, Florida, this 27th day of March, 1996.


JAMES W. HALL

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared JAMES W. HALL, to me well known to be the individual described in and who executed the foregoing Articles of Limited Liability Company of CALUSA COUNTRY CLUB, L.C., and he acknowledged before me that he signed and executed the same for the purposes stated therein.

SWORN TO AND SUBSCRIBED before me this 27th day of March, 1996.



L. K. MEDAVILLA
Notary Commission CO439641
Expires Feb 03 1998
Succeeded by ANS
800-666-6670


NOTARY PUBLIC, STATE OF FLORIDA
My Commission Expires:

525600000964

HA6000004529

CERTIFICATE ACCEPTING DESIGNATION
OF
REGISTERED AGENT

I, James W. Hall, hereby certify that I have accepted the designation as Registered Agent of Calusa Country Club, I.C., and agree to serve as its agent to accept service of process within the State at its Registered Office.


James W. Hall

FILED
96 APR -3 12 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6254000009647

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AFFIDAVIT

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JAMES W. HALL, who having produced his Florida drivers license as identification and having taken an oath, deposes and says:

1. The Limited Liability Company formed in the name of Calusa Country Club, L.C., has at least two members.

2. The amount of cash contributed by the members as of formation is \$500.00 by each member.

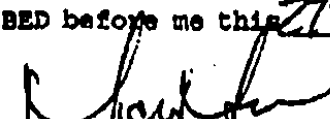
3. The amount of cash or property anticipated to be contributed by the members is Two Million Eight Hundred Thousand Dollars.

4. The total amount of 2 and 3 is Two Million Nine Hundred Thousand Dollars.

FURTHER AFFIANT SAYETH NOT.


JAMES W. HALL, Affiant

SWORN TO AND SUBSCRIBED before me this 27th day of March, 1996


Notary Public, State of Florida

FILED
96 APR -3 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

My Commission Expires:



MICHELLE MEDINA
My Commission CC#03847
Expires Feb 08 1999
Bonded by ANB
900-688-6078

This Instrument Prepared By:

DAVID A. ROSENBLATT, ESQ.
9190 Sunset Drive
Miami, Florida 33173
Tel. (305) 595-3444

496000004529

L96000000382

JAN 20-1997 00:00 E 11:00 AM K1 03

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000001071 4))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #1: (305)541-3770

NAME: CALUSA COUNTRY CLUB, L.C.
AUDIT NUMBRR.....H97000001071
DOC TYPE.....LIMITED LIABILITY AMENDMENT
CERT. OF STATUS..0 PAGES..... 3
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$52.50

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NUM Connect: 00:20:1

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97 JUN 22 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W97-1415~~

RECEIVED
97 JUN 21 AM 9:49

00500, 00524, 00707, 00671
Please verify the spelling of
the new name.

Chynne ✓
Lynde

January 21, 1997

CALUSA COUNTRY CLUB, L.C.
9400 S.W. 130TH AVENUE
MIAMI, FL 33186

SUBJECT: CALUSA COUNTRY CLUB, L.C.
REF: L96000000382

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the **complete document**, including the **electronic filing cover sheet**.

Please verify the spelling of the new corporate name.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H97000001071
Letter Number: 097A00002796

JAN-22-1997 14:02

EMPIRE CORPORATE KIT

H97000001071

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

(2)

CALUSA COUNTRY CLUB, L.C.

(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was APRIL 3, 1996

SECOND: The following amendment(s) to the articles of organization was/were adopted by the Limited Liability company:

The name of the organization shall be amended as follows:

UNIVERSITY COUNTRY CLUB, L.C.,

Dated JANUARY 21, 19 97.

FILED
97 JAN 22 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



JAMES W. HALL
Type or printed name of person signing

Prepared By: David A. Rosenblatt, Esquire
Florida Bar No.: 253758
9190 Sunset Drive
Miami, Florida 33173
(305) 595-3444

H97000001071