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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

Ten Thousand Islands Club, LLC

Certificate of Status	0
Certified Copy	1
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Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION
OF
TEN THOUSAND ISLANDS CLUB, LLC
a Florida Limited Liability Company**

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CO. FEB 28 PM 5:00

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is Ten Thousand Islands Club, LLC (the "Company").

2. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The mailing and street address of the principal office of the Company is: 1460 South Ocean Boulevard, Pompano Beach, Florida 33062.

3. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: Ashley Bloom, 1460 South Ocean Boulevard, Pompano Beach, Florida 33062.

4. MANAGERS. Any action taken by any one (1) of the managers shall constitute the act of and serve to bind the Company. The names and addresses of the managers of the Company are as follows:

<u>Name</u>	<u>Address</u>
Leonard Gross	13020 South Hampton Drive Bonita Springs, FL 33923
Maurice Halperin	2500 North Military Trail, Suite 225 Boca Raton, FL 33431
Ashley Bloom	1460 South Ocean Blvd. Pompano Beach, FL 33062
Carol Minkin	4405 Woodfield Blvd. Boca Raton, FL 33434

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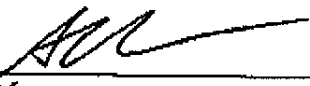
H00-9011 8

The undersigned has executed these Articles of Organization on the 20th day of February,

2000.

TEN THOUSAND ISLANDS CLUB, LLC

By: Ten Thousand Islands Development, LLC,
its Sole Member

By: 
Manager

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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: Ten Thousand Islands Club, LLC.
2. The name and address of the registered agent and office is:

Ashley Bloom
1460 South Ocean Boulevard
Pompano Beach, Florida 33062

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 its 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.



Ashley Bloom
Registered Agent

02.28.00

(Date)

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