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Division of Corporations

NO. 2929 Page P. 2F2

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Florida Department of State
Division of Corporations
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To:

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EFFECTIVE DATE

3-22-01

From:

Account Name : ANNIS MITCHELL COCKEY EDWARDS & ROEHN, P.A.
Account Number : 075410003506
Phone : (813) 229-3321
Fax Number : (813) 223-9067

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LIMITED LIABILITY COMPANY
INTERNATIONAL CLUB DEVELOPERS, LLC

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$130.00

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**MITCHELL
COCKEY
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P.A.**

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P.O. Box 3433 (Zip 33601)
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FACSIMILE COVER LETTER

DATE: March 23, 2001

TO: Division of Corporations

FAX #: 850-922-4003

FROM: Kit Russell, Legal Assistant

TOTAL PAGES SENT: 4

RE: International Club Developers, LLC

CLIENT/MATTER #: 12299-001

DESCRIPTION OF DOCUMENT: Please file the attached articles of organization.

COMMENTS: If you have any questions, please let me know.

Original Documents: Will XX Will Not follow by mail/FedEx/courier

IF THERE ARE ANY PROBLEMS DURING TRANSMISSION, PLEASE CALL (813) 229-3321 AND ASK FOR THE TELECOPY OPERATOR.

OUR TELECOPY NUMBER IS (813) 223-9067

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EFFECTIVE DATE
3-22-01

ARTICLES OF ORGANIZATION
OF
INTERNATIONAL CLUB DEVELOPERS, LLC

1. Name. The name of this limited liability company is **INTERNATIONAL CLUB DEVELOPERS, LLC** (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company's existence shall commence on March 22, 2001, and shall thereafter be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Principal Office. The mailing address and the street address of the Company's principal office are c/o Stephen J. Mitchell, 201 N. Franklin Street, Suite 2200, Tampa, Florida 33602.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Joseph D. Edwards. The street address of the initial registered agent of the Company is 201 North Franklin Street, Suite 2200, Tampa, Florida 33602.

6. Additional Members. Additional members to the Company may be admitted, but only upon the consent of all of the other members of the Company at the time admission is sought.

7. Management of the Company. The management of the Company shall be vested in the members of the Company.

8. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization on the 23rd day of March, 2001. (In accordance with Section 608.408(3), *Florida Statutes*, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


Joseph D. Edwards, Authorized Representative

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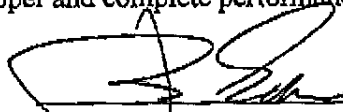
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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Joseph D. Edwards, Registered Agent

Dated: March 23, 2001

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