



LO100000 9975

ACCOUNT NO. : 072100000032

REFERENCE : 194123 10250A

AUTHORIZATION :

COST LIMIT : \$ 130.00

Patricia Pizito

01 JUN 21 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ORDER DATE : June 20, 2001

ORDER TIME : 5:59 PM

ORDER NO. : 194123-035

CUSTOMER NO: 10250A

CUSTOMER: Ms. Chris L. Wohlbrandt
Vogel Law Office

Suite B, midwest Title Building
3936 Tamiami Trail North
Naples, FL 34103-3592

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DOMESTIC FILING

NAME: BJF RESORTS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118
EXAMINER'S INITIALS:

RECEIVED
01 JUN 21 AM 9:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LO1-9975
QR

**ARTICLES OF ORGANIZATION
OF
BJF Resorts, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

01 JUN 21 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE I -- NAME

The name of the limited liability company shall be **BJF Resorts, LLC** ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 18342 South West Creek Drive, Tinley Park, IL 60477

ARTICLE III -- DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

James D. Vogel, Esq.
Vogel Law Office, P.A.
3936 Tamiami Trail North, Suite B
Naples, Florida 34103

ARTICLE V -- ADMISSION OF NEW MEMBERS

Additional members shall be admitted to the Company, or a member may transfer his or her interest in the Company, only as set forth in the regulations of the Company.

ARTICLE VI -- TERMINATION OF EXISTENCE

The Company shall be dissolved or its existence terminated in accordance with the regulations adopted by the members.

ARTICLE VII -- MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial member of the Company is:

Brian J. Flanagan
18342 South West Creek Drive
Tinley Park, IL 60477

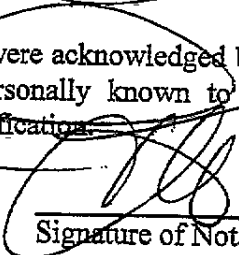
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on June 20, 2001.

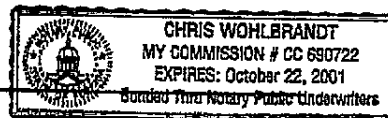
Authorized Representative of a Member:


James D. Vogel

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Organization were acknowledged before me this 20th day of June, 2001, by James D. Vogel, who is personally known to me or who has produced as identification _____


Signature of Notary



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 PR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is: **BJF Resorts, LLC**
2. The name and address of the registered agent and office is:

James D. Vogel, Esq.
Vogel Law Office, P.A.
3936 Tamiami Trail North, Suite B
Naples, Florida 34103

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.



James D. Vogel

Registered Agent

Date: 6-20-01

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CLERK OF STATE
TALLAHASSEE, FLORIDA