

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

LD100 DDI/2416

CONTACT: CINDY HICKS

DATE: 7-11-01

REF. #: 0672.17299

CORP. NAME: MIAMI CLUB  
MANAGEMENT LLC

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION             | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT                         | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION                 | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT                         | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION           | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                        |
| <input type="checkbox"/> OTHER: effective date<br>July 9, 2001 |   |   |

APPROVED  
AND  
FILED  
RECEIVED  
01 JUL 11 PM 12:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS

STATE FEES PREPAID WITH CHECK# 15781 FOR \$ 130.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

300004469319-1  
-07/11/01-01025-023  
\*\*\*\*130.00 \*\*\*\*130.00

COST LIMIT: \$

PLEASE RETURN:

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> CERTIFIED COPY                   | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

JB  
7-11-01

**ARTICLES OF ORGANIZATION  
OF  
MIAMI CLUB MANAGEMENT, LLC**

1. Name. The name of this limited liability company is MIAMI CLUB MANAGEMENT, 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 shall exist commencing effective as of July 9, 2001 and the Company's existence shall 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 is 100 North Tampa Street, Suite 2700, Tampa, Florida 33602.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Randolph J. Wolfe. The street address of the initial registered agent of the Company is 100 North Tampa Street, Suite 2700, Tampa, Florida 33602.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all 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 managers 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 10<sup>th</sup> day of July, 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.)

Randy Wolfe

Randolph J. Wolfe, Authorized Representative

APPROVED  
AND  
FILED  
01 JUL 11 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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.

Randolph Wolfe  
Randolph Wolfe, Registered Agent

Dated: July 10, 2001

APPROVED  
AND  
FILED  
01 JUL 11 PM 12:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA