# CAPITAL CONNECTION, INC.

(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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#### ARTICLES OF ORGANIZATION OF OLD FLORIDA GOLF, L.C

#### ARTICLE I Name

The name of the limited liability company ("Company") is: Old Florida Golf, L.C.

## ARTICLE II Address

The mailing and street address of the Company's principal office is: 538 12th Street West, Bradenton, Florida 34205.

## ARTICLE III Duration

The Company's existence shall be perpetual.

## ARTICLE IV Registered Agent and Office

The name of the Company's initial registered agent is E. Jon Weiffenbach. The address of the Company's registered office is 538 12th Street West, Bradenton, Florida 34205.

#### ARTICLE V Management

- A. The Company is to be managed by Managers who will serve until the first annual meeting of the Members. The initial Managers, who shall serve until the organizational meeting of the Company, are identified as follows:
  - E. Jon Weiffenbach, whose address is 538 12th Street West, Bradenton, Florida 34205;
  - Christopher P. Ayles, whose address is 538 12th Street West, Bradenton, Florida 34205.
- B. The Managers, acting jointly, shall have the authority to exercise all powers of the Company and to do all things necessary to carry out its business and affairs as provided in Florida Statutes Section 608.404, as from time to time amended.

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#### ARTICLE VI Continuation of Business

A majority interest of the remaining Members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company.

## ARTICLE VII Voting Rights

Each Managing Member's vote on matters relating to the Company will be weighted in proportion to their ownership interest percentage in the Company compared to all other such interests.

## ARTICLE VIII Profits and Losses Allocation

Profits and losses will be allocated to the Members in accordance with the Operating Agreement/Regulations of the Company.

## ARTICLE IX Amendments

These Articles may be amended by filing Articles of Amendment with the Department of State as provided by §608.411 F.S., as amended.

## ARTICLE X Commencement

Pursuant to the provisions of Chapter 608, Florida Statutes, this Company shall begin in existence upon filing of these Articles of Organization with the Secretary of State.

E. Jon Weiffenbach, Managing Member

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Sections 608.415 or 608.507, 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: Old Florida Golf, L.C.
- The name and address of the registered agent and office is: E. Jon Weiffenbach, 538
   Street West, Bradenton, Florida 34205.

Having been named as registered agent and to accept service of process for the above-named 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 8/9/01

E. Jon Weiffenbach, Registered Agent

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