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ACCOUNT NO. : 072100000032

REFERENCE : 433517 4218B

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 20, 2001

ORDER TIME : 3:41 PM

ORDER NO. : 433517-005

CUSTOMER NO: 4218B

CUSTOMER: Ms. Stephanie M. Harris
Roetzel & Andress

2320 First Street
Suite 1000
Fort Myers, FL 33901

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-08/21/01--01002--010
****125.00 ****125.00

DOMESTIC FILING

NAME: MAJESTIC DEVELOPMENT, L.L.C.

effective date 8-16-01

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG 20 PM 4: 37
NOT RETURNED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

APPROVED
AND
FILED
01 AUG 20 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
8-21-01

ARTICLES OF ORGANIZATION
OF
MAJESTIC DEVELOPMENT, L.L.C.

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.

1. **Name.** The name of the Limited Liability Company shall be Majestic Development, L.L.C. ("Company").
2. **Duration.** The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.
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 Business.** The mailing and street address of the Company's principal office is 350 Homestead Road South, Lehigh Acres, FL 33936.
5. **Registered Agent and Office.** The name and street address of the initial registered agent of the Company is Steven I. Winer, Esq., 2320 First Street, Suite 1000, Fort Myers, FL 33901.
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. **Termination of Membership.** Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.
8. **Management of the Company.** The Company shall be a member-managed company. The Company shall be managed by the member or members elected or appointed by the members in accordance with Florida law or the Operating Agreement ("Operating Agreement") that may be adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The initial manager of the Company is Majestic Golf Club, L.L.C., a Florida limited liability company.
9. **Regulations.** The manager or managers shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

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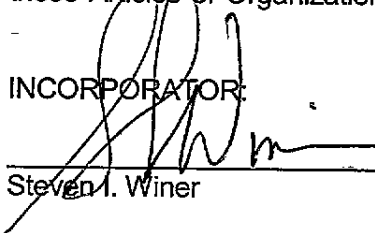
APPROVED
AND
FILED

10. **Voting.** The Company is authorized to issue membership units with voting rights and membership units without voting rights.

11. **Certificated Interests.** The members' interests in the Company shall be evidenced by certificates.

The undersigned incorporator has executed these Articles of Organization effective as of the 16 day of August, 2001.

INCORPORATOR:



Steven I. Winer

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.



Steven I. Winer

Dated: August 16, 2001

APPROVE
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA