

LA1000017098

DEPARTMENT OF STATE
REGISTRATION SECTION
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32134

9/27

SUBJECT: SYNERGY GOLF DEVELOPMENT, LLC

600004613846--1
-09/27/01--01068--005
****130.00 ****130.00

Enclosed are an original and one copy of the original articles of dated 9.19.01 and a check in the amount of \$130.00 for filing fees of Articles of Organization, Designation Of Registered Agent And Certificate Of Status

From: SYNERGY GOLF DEVELOPMENT, LLC
UTE ROSINUS
25151 PENNYROYAL DR.
BONITA SPRINGS, FL 34134

FILED
01 SEP 27 PM 4:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY
OF
SYNERGY GOLF DEVELOPMENT, LLC**

ARTICLE I

NAME

The name of the Limited Liability Company is:

SYNERGY GOLF DEVELOPMENT, LLC

ARTICLE II

PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Limited Liability Company is:

**SYNERGY GOLF DEVELOPMENT, LLC
25151 PENNYROYAL DRIVE
BONITA SPRINGS, FL 34134**

ARTICLE III

REGISTERED AGENT / REGISTERED OFFICE And REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

**UTE ROSINUS
25151 PENNYROYAL DRIVE
BONITA SPRINGS, FL 34134**

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 as registered agent as provided for in Chapter 608, F.S.

Ute Rosinus *Sept. 19-01*

Registered Agent

Date

ARTICLE IV

PURPOSE

The Limited Liability Company shall engage in any lawful activity or business for which the Limited Liability Company may be organized under the Florida Business Corporation Act.

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TALLAHASSEE, FLORIDA

ARTICLE V

SHARES

The number of outstanding shares at one time shall be 500,000 (Five Hundred Thousand).

ARTICLE VI

INITIAL MEMBERS

UTE ROSINUS
25151 Pennyroyal Dr.
Bonita Springs, FL 34134

AND

BJOERN ROSINUS
25151 Pennyroyal Dr.
Bonita Springs, FL 34134

ARTICLE VII

DURATION OF LIMITED LIABILITY COMPANY

The duration of the Limited Liability Company shall be perpetual unless the Limited Liability Company dissolves in accordance with the provisions of the Limited Liability Company regulations of these Articles.

ARTICLE VIII

PROFIT AND LOSSES

The profit and losses of the Limited Liability Company shall be allocated to the shareholder in accordance with and in proportion to each shareholder percentage interests (which shall be equal to the number of shareholders owned by a shareholder divided by the total number of shareholders owned by all of the shareholders) unless otherwise provided in the Regulations of the Limited Liability Company. A shareholder in the Limited Liability Company may be a shareholder Certificate issued by the Limited Liability Company.

ARTICLE IX

DISALOUTION OF LIMITED LIABILITY COMPANY

The Limited Liability Company shall be dissolved upon the death, bankruptcy, dissolution, or termination of a shareholder's holdings of the Limited Liability Company for any reason, unless the business of the Limited Liability Company is continued by the consent of the remaining shareholders in the Limited Liability Company within 30 days after any of these events.

ARTICLE X

ASSIGNMENT OF SHARES

No shareholder shall have the right to assign the shareholders interest in the Limited Liability Company without a written agreement of the majority shareholders. If the majority of the shareholders do not approve the assignment of the shares, the assignee shall have no right to become a shareholder, to participate in the management of the Limited Liability Company, or to exercise any other rights or powers of a shareholder. The assignee shall merely be entitled to receive as share of the profits or other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

UTE Rosinus Sept. 19-01
UTE ROSINUS DATE

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true).