### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Art of Inc. File\_

LTD Partnership File\_

	Foreign Corp. File  L.C. File  Fictitious Name File  Trade/Service Mark  Merger File  Art. of Amend. File  RA Resignation
ignature	Dissolution / Withdrawal  Annual Report / Reinstatement  Cert. Copy  Photo Copy  Certificate of Good Standing  Certificate of Status  Certificate of Fictitious Name  Corp Record Search  Officer Search  Fictitious Search  Fictitious Owner Search  Vehicle Search
lequested by:    July	Driving Record

## ARTICLES OF ORGANIZATION OF WANDERER'S CLUB, L.L.C.

The undersigned member hereby forms a limited liability company under the laws of the State of Florida:

#### ARTICLE I. COMPANY NAME

The name of this Company is: WANDERER'S CLUB, L.L.C.

#### ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

The term of existence of the Company shall be for a period of fifty (50) years from the filing date of these Articles of Organization.

#### ARTICLE III. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

Wanderer's Club, L.L.C. c/o Wade R. Byrd, Esquire Wade R. Byrd, P.A. 350 Royal Palm Way, Suite 409 Palm Beach, Florida 33480

#### ARTICLE IV. STREET ADDRESS OF COMPANY

The street address of the principal office of the Company is:

350 Royal Palm Way, Suite 409 Palm Beach, Florida 33480

#### ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Wade R. Byrd, Esquire Wade R. Byrd, P.A. 350 Royal Palm Way, Suite 409 Palm Beach, Florida 33480 The member shall be entitled to admit additional members upon the unanimous consent of all then current members. Any new member shall become a member upon payment of their contribution to the capital of the Company, and upon such member's agreement to comply with Articles of Organization, Regulations and Operating Agreement of the Company then in existence.

#### ARTICLE VII. DISSOLUTION OF COMPANY

Upon the death, retirement, resignation, explusion, 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 all of the remaining members consent to continue the Company.

#### ARTICLE VIII. MANAGEMENT

The Company shall be managed by a single member. The name and address of the member is set forth below, to wit:

Isla Carroll Farms, L.P. c/o Wade R. Byrd, Esquire Wade R. Byrd, P.A. 350 Royal Palm Way, Suite 409 Palm Beach, Florida 33480

#### ARTICLE IX. RETURN OF CAPITAL

No member shall have the right to demand and return of his or its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

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IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the day of January, 2002.

MEMBER:

ISLA CARROLL FARMS, L.P.

By: \_\_

WADE R. BYRD

**Authorized Representative** 

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#### CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Statutes:

Having been appointed registered agent of WANDERER'S CLUB, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

WADE R. BYRD, ESQUIRE 350 Royal Palm Way, Suite 409 Palm Beach, Florida 33480

Dated: January 31, 2002

SEUSCIARY OF STATE
ALL AHASSEE LIGBIA