

Melanie A. McGahee
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Lo 2000005510

February 28, 2002

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: Lake Grassy Resort, LLC

EFFECTIVE DATE
3-1-02

Dear Sir/Madam:

Enclosed herewith to be filed with your office, please find the Articles of Organization and Resident Agent form for the above captioned entity. Also included is a self addressed, stamped envelope and my firm check in the amount of \$130.00 in payment of the following fees:

Filing Fee	\$ 100.00
Resident Agent Form	25.00
Certified Copy of Articles	30.00
Certificate of Status	5.00
TOTAL	<u>\$ 160.00</u>

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-03/07/02--01068--003
***160.00 ***160.00

Thank you for your cooperation in this matter.

Sincerely,

Melanie A. McGahee
Melanie A. McGahee

FILED
2002 MAR -5 PM 3:39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MAM:dd
Enclosures

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ARTICLES OF ORGANIZATION
OF
LAKE GRASSY RESORT, LLC

Article I - Name

The name of this Florida Limited Liability Company is : Lake Grassy Resort, LLC

Article II - Address

The Company's street address and mailing address is:

Lake Grassy Resort, LLC
737 Pine Cone Avenue
P.O. Box 2338
Clewiston, Florida 33440

Article III- Registered Agent

The Registered Agent of the Limited Liability Company and his street address in the State of Florida is:

Melanie A. McGahee, Esq.
417 West Sugarland Highway
Clewiston, Florida 33440

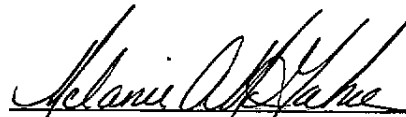
Article IV- Management

This will be a manager-managed company.

Article V - Company Existence

The Company's existence shall begin effective as of March 1, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on February 28, 2002.



Melanie A. McGahee, Esq.
Authorized Representative of a Member

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA


**CERTIFICATE OF DESIGNATION
OF RESIDENT AGENT AND
ACCEPTANCE OF DESIGNATION**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the Limited Liability Company is: Lake Grassy Resort, LLC
2. The name and address of the Registered Agent and Office is:

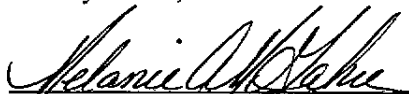
Melanie A. McGahee, Esq.
417 West Sugarland Highway
Clewiston, Florida 33440

Having been named as Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.


Melanie A. McGahee, Esq.
Registered Agent
Date: February 28, 2002

FILED
2002 FEB -5 PM 3:39
TALLAHASSEE, FLORIDA

Lake Grassy Resort, LLC

By: 
Melanie A. McGahee, Esq., as
Authorized Representative of the
Members of the Limited Liability Company