



02000023273

ACCOUNT NO. : 072100000032

REFERENCE : 735708 7103152

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 125.00

ORDER DATE : September 9, 2002

ORDER TIME : 10:42 AM

ORDER NO. : 735708-005

CUSTOMER NO: 7103152

CUSTOMER: Ms. Carrie J. Canales
Goodlette Coleman & Johnson,
P.a.
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

RECEIVED
02 SEP -9 AM 11:45

DOMESTIC FILING

NAME: U.S. RESORT PROPERTIES, LLC

EFFECTIVE DATE:

500007597335--9

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -9 PM 1:48

Wg/g

4p

**ARTICLES OF ORGANIZATION
OF
U.S. RESORT PROPERTIES, LLC**

The undersigned, being the sole initial member of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of Organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company (the "Company") shall be **U.S. RESORT PROPERTIES, LLC**.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS
AND MAILING ADDRESS**

The street address of the principal office and the mailing address of the Company shall be 4901 Tamiami Trail N., Naples, Florida 34103.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -9 PM 4:48

**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered agent of the Company is 4901 Tamiami Trail N., Naples, FL 34103, and the name of the initial registered agent at such address is U.S. Investor Services, Inc., a Florida corporation.

P93-6007

**ARTICLE IV
ADMISSION OF MEMBERS**

The members of the Company may admit new and substitute members to the Company upon the written consent of a Majority in Interest of the Members, as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the

Company's Operating Agreement and Regulations.

ARTICLE V EFFECTIVE DATE

The Company's effective date of existence shall begin on the date of filing of these Articles.

ARTICLE VI DURATION

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

ARTICLE VII ADOPTION OF OPERATING AGREEMENT AND REGULATIONS

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE VIII INITIAL MANAGERS

The Company will be managed by one manager, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. The name and business address of the manager who shall serve as the sole manager until his successor(s) are elected and qualified is:

**Rainer N. Filthaut
4901 Tamiami Trail N.
Naples, FL 34103**

FILED STATE
SECRETARY OF CORPORATIONS
02 SEP - 9 PM 1:38
DIVISION OF CORPORATIONS

IN WITNESS WHEREOF, the undersigned, being the sole initial member of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 6th day of September, 2002.



Rainer N. Filthaut

ACCEPTANCE BY REGISTERED AGENT

U.S. Investor Services, Inc., a Florida corporation having been duly designated to act as registered agent and to accept service of process for U.S. RESORT PROPERTIES, LLC, a limited liability company to be organized under the Florida Limited Liability Company Act, hereby accepts the appointment as registered agent and agrees to act in this capacity. Said company agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the designation of its position as Registered Agent.

U.S. Investor Services, Inc., a Florida corporation

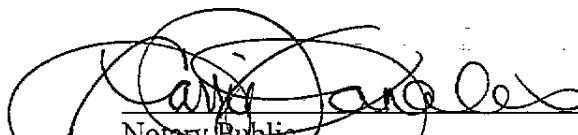
By: 

Rainer N. Filthaut, its President

FILED
SECRETARY OF CORPORATIONS
02 SEP - 9 PM 1:18

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 6th day of September, 2002, by Rainer N. Filthaut, as President of U.S. Investor Services, Inc., a Florida corporation, on behalf of said corporation, who is personally known to me or has produced a Florida's drivers license as identification.


Notary Public
State of Florida at Large
My Commission Expires:

(Notary Seal)

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