

Division of Corporations

Page 1 of 2

**L030000015928**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H03000184945 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850)205-0383

From: Account Name : ROETZEL & ANDRESS  
Account Number : I20000000121  
Phone : (941)649-6200  
Fax Number : (239)261-3659

*Effective Date -  
5-7-03*

**LIMITED LIABILITY COMPANY**

**Club Promotions, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

DIVISION OF CORPORATION

RECEIVED  
03MAY -2 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304  
03MAY -2 PM 3:17

RECEIVED  
03MAY -2 PM 3:17  
FILED

*5-7-03*

H03000184945 1

**ARTICLES OF ORGANIZATION  
OF  
CLUB PROMOTIONS, LLC**

**ARTICLE I  
NAME**

The name of this limited liability company is CLUB PROMOTIONS, LLC, a Florida limited liability company (the "Company").

**ARTICLE II  
DURATION**

The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State

**ARTICLE III  
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.

**ARTICLE IV  
PLACE OF BUSINESS**

The mailing and street address of the Company's principal office 1415 Dean Street, Suite 107, Fort Myers, Florida 33901

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Gregory J. Nussbickel. The street address of the initial registered agent of the Company is 2320 First Street, Suite 1000, Fort Myers, Florida 33901.

**ARTICLE VI  
ADDITIONAL MEMBERS**

Additional members to the Company may be admitted. The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

**ARTICLE VII  
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

H03000184945 1

RECEIVED  
FLA. DEPT. OF STATE  
TALLAHASSEE  
03 MAY -2 PM 3:19  
FILED

H03000184945 1

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.

**ARTICLE VIII**  
**MANAGEMENT OF THE COMPANY**

The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members. The name and address of the initial manager(s), who shall serve until the first annual meeting of the members or until his successor is elected and qualified, is:

Jeremy Sposato  
1415 Dean Street, Suite 107  
Fort Myers, Florida 33990

**ARTICLE IX**  
**REGULATIONS**

The manager or managers shall have the power to adopt, alter, amend, or repeal an Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

**ARTICLE X**  
**VOTING**

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

**ARTICLE XI**  
**CERTIFICATED INTERESTS**

The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the 2nd day of May 2003.

  
\_\_\_\_\_  
Gregory J. Nußbickel, Authorized Representative

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAY -2 PM 3:19

APPROVED  
AND  
FILED

H03000184945 1

HD3000184945 1

### 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.

  
\_\_\_\_\_  
Gregory J. Nussbickel, Registered Agent

Dated: May 2, 2003.

129771\_1

APPROVED  
AND  
FILED  
03 MAY -2 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H03000184945 1