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(Requestor's Name)

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(City/State/Zip/Phone #)

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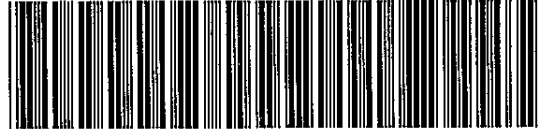
(Business Entity Name)

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03 OCT 16 PM 12:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
03 OCT 16 PM 2:35
STATE OF FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 282739 11405A

AUTHORIZATION :

COST LIMIT : \$ PPD

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TALLAHASSEE, FLORIDA

ORDER DATE : October 16, 2003
ORDER TIME : 11:49 AM
ORDER NO. : 282739-005
CUSTOMER NO: 11405A
CUSTOMER: Kerry Wilson, Esq
Peterson & Myers, P.a.
P.o. Drawer 7608
Winter Haven, FL 33883-7608

DOMESTIC FILING

NAME: KISSIMMEE BAY GOLF PARTNERS,
LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
FOR
KISSIMMEE BAY GOLF PARTNERS, LLC,
A Florida Limited Liability Company**

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STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I

Name

The name of this Company shall be **KISSIMMEE BAY GOLF PARTNERS, LLC.**

ARTICLE II

Duration

The term of existence of the Company shall be perpetual.

ARTICLE III

Mailing and Street Address

The mailing and street address of the Company is: 2995 Remington Blvd., Kissimmee, FL 34744.

ARTICLE IV

Registered Agent and Office

The name and street address of the initial registered agent and office for this Company is as follows: William J. Stine, 2995 Remington Blvd. , Kissimmee, FL 34744.

ARTICLE V

**Admission of Additional Members;
Terms and Conditions of such Admissions**

Additional Members may be admitted upon unanimous consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company and in accordance with applicable law.

ARTICLE VI

Management of Company

The Company is to be managed by its Members.

ARTICLE VII


Amendment of Articles of Organization

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the Member to be added.

ARTICLE VIII
Transferability of Member's Interest

An interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement of the Company and in accordance with applicable law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 14 day of OCT October, 2003.




William J. Stine, a Member of the Company

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COUNTY OF OSCEOLA
FLORIDA

STATEMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, 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 the accept the obligations of my position as Registered Agent as provided in Chapter 608, Florida Statutes.

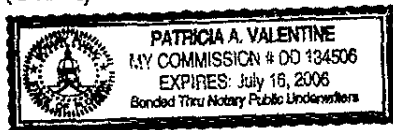


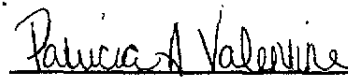
William J. Stine

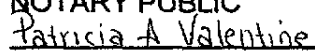
STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 14th day of October, 2003, by **WILLIAM J. STINE**, who is personally known to me.

(SEAL)





NOTARY PUBLIC


Print Name of Notary

My Commission Expires: 7-16-06