

Date: 11/3/03 Time: 12:26 PM To: 18502050383

Division of Corporations

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L030000042317

Florida Department of State
Division of Corporations
Public Access System

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(((H03000309280 3)))

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To:

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

From:

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

LIMITED LIABILITY COMPANY

ESTERO ISLAND RESORTS, LLC

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FAX AUDIT NUMBER: (((H03000209280 3)))

ARTICLES OF ORGANIZATION
OF
ESTERO ISLAND RESORTS, LLC

ARTICLE I

1. The name of the Limited Liability company is: ESTERO ISLAND RESORTS, LLC

ARTICLE II

2. The mailing address and street address of the principal office of the Limited Liability Company is:

1674 W Smith Valley Road, Suite A
Greenwood, IN 46142

ARTICLE III

3. Its registered office in the State of Florida is to be located at 850 Park Shore Drive, Third Floor, Naples, FL 34103 and its registered agent at such address is: Steve Falk.

ARTICLE IV

4. The company will be managed by members, the name and addresses of those who are to serve until the first meeting of members or until their successors are elected are:

NAME

ADDRESS

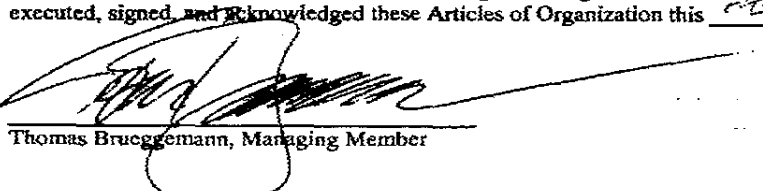
Darin M. Smith

1674 W Smith Valley Road, Suite A
Greenwood, IN 46142

Thomas Brueggemann

1674 W Smith Valley Road, Suite A
Greenwood, IN 46142

IN WITNESS WHEREOF, the undersigned, being the individual forming the Company, has executed, signed, and acknowledged these Articles of Organization this 07th day of September, 2003.


Thomas Brueggemann, Managing Member

414203

FAX AUDIT NUMBER: (((H03000309 3)))

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

The undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

ESTERO ISLAND RESORTS, LLC

2. The name and address of the registered agent and office is:

Steve Falk
850 Park Shore Drive, Third Floor
Naples, FL 34103


Thomas Brueggemann, Managing Member

DATE

10/30/03

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


Steve Falk

DATE

11/3/03

415432

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