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W. KELLY SMITH

January 14, 2004

PRIORITY FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32301

Re: Rosen Golf, LLC

Ladies/Gentlemen:

Enclosed for filing are two Articles of Organization for Rosen Golf, LLC. Upon filing, please stamp one of the Articles with the filing information and return it to me. Also enclosed is this firm's check in the amount of \$125.00 to cover the cost of the filing fee (\$100) and the registered agent fee (\$25).

Please note, as set forth in the Articles the commencement date of the company is January 16, 2004.

Thank you for your assistance. Please contact me if you have any questions or if you require any additional information.

Very truly yours,

Kevin K. Smith

KKS/vw Enclosures

cc: Mr. Frank Santos (w/ enclosure, by mail)



ROSEN GOLF, LLC

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

<u>ARTICLE I – NAME</u>

The name of the limited liability company is "ROSEN GOLF, LLC" (the "Company").

ARTICLE II – MAILING ADDRESS AND STREET ADDRESS

The mailing address of the Company is 9840 International Drive, Orlando, Florida 32819, which is also the street address of the principal office of the Company.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent of the Company is Frank A. Santos. The street address of the initial registered agent of the Company in the State of Florida is 9840 International Drive, Orlando, Florida 32819.

ARTICLE IV - COMMENCEMENT OF EXISTENCE

These Articles of Organization shall be effective and the Company's existence shall commence on January 16, 2004.

IN WITNESS WHEREOF, the undersigned authorized member-representative process that we have made and subscribed these Articles of Organization this 13 day of January, 10810A 2004.

Frank A. Santos, Authorized Member Representative

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above-referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with and accept the duties and obligations of my position as registered agent under Chapter 608 of the Florida Statutes.

Frank A. Santos

Date: /-