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LIMITED LIABILITY AMENDMENT
PANTHER PINES GOLF & COUNTRY CLUB, LLC

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
PANTHER PINES GOLF & COUNTRY CLUB, LLC**

Pursuant to Sections 608, 411 of the Florida Limited Liability Company Act, the Articles of Organization of **PANTHER PINES GOLF & COUNTRY CLUB, LLC** originally filed with the Secretary of State of the State of Florida on February 9, 2004, are hereby amended and restated in their entirety as follows:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is **GOLF MANAGEMENT SERVICES OF FLORIDA, LLC**

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is 132 Prince Charles Drive, Davenport, Florida 33837.

ARTICLE III — Registered Agent:

The name and the Florida street address of the initial registered agent are Brian Boeling, 132 Prince Charles Drive, Davenport, Florida 33837.

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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV — Management:

The name and address of each Manager or Managing Member of the Company is as follows:

Title:
"MGR" = Manager
"MGRM" = Managing Member

Name and Address

MGR

Brian Boeling
132 Prince Charles Drive
Davenport, Florida 33837

Robert J. Burnett, Esq.
Florida Bar No. 0117978
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ARTICLE V — Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 19th day of February, 2004.


Brian Becking, Manager

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