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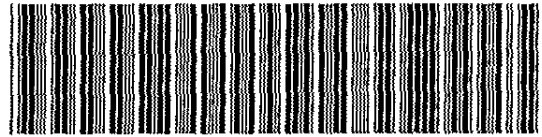
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FILED
2004 MAY 21 P 3 39
SECRETARY OF STATE
TALLAHASSEE, FL

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Secret Lake Resort & Spa, LLC
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kent Bjorklund
(Name of Person)

Hayes Reid Development Group, Inc.
(Firm/Company)

209 Town Center Blvd
(Address)

Davenport, FL 33896
(City/State and Zip Code)

For further information concerning this matter, please call:

Kent Bjorklund at (863) 424-9920
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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2004 MAY 27 P 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Secret Lake Resort & Spa, LLC

ARTICLE II - Address:

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

Principal Office Address:

209 Town Center Blvd

Davenport, FL 33896

Mailing Address:

209 Town Center Blvd

Davenport, FL 33896

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Earnest L. Reid, Jr.

Name

209 Town Center Blvd

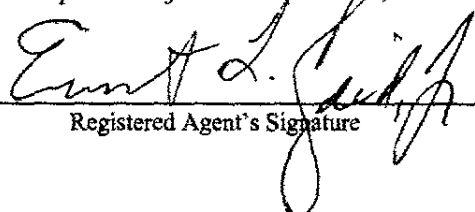
Florida street address (P.O. Box **NOT** acceptable)

Davenport

- FLORIDA 33896

City, State, and Zip

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, Florida Statutes..


Registered Agent's Signature

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TALLAHASSEE, FL 32399

ARTICLE IV- Manager(s) or Managing Member(s):

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

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Ernest L. Reid, Jr.

209 Town Center Blvd

Davenport, FL 33896

MGRM

Carole A. Hayes

209 Town Center Blvd

Davenport, FL 33896

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:


Signature of a member or an authorized representative of 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.)

ERNEST L. REID, JR.
Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)