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LIMITED LIABILITY COMPANY

CHAMPIONS SPORTS COMPLEX OF ORLANDO-II, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
CHAMPIONS SPORTS COMPLEX OF ORLANDO - II, LLC**

The undersigned organizer, desiring to form a limited liability company under the Florida Limited Liability Company Act, hereby states the following:

1. The name of the limited liability company is Champions Sports Complex of Orlando - II, LLC.
2. The mailing address and street address of the initial principal office of the limited liability company is:

8207 Regency Woods Way
Louisville, Kentucky 40220

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

CT Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated herein, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and states that it is familiar with and accepts the obligations of my position as registered agent as provided for in Chapter 608, F.S.

CT CORPORATION SYSTEM

By: Connie Bryson
Title: Asst. Secretary

4. The limited liability company is to be a manager-managed limited liability company.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization this 13th day of December, 2004.



Charles Fassler, Authorized Representative

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The foregoing instrument
was prepared by:



Charles Fassler
Greenebaum Doll & McDonald PLLC
3300 National City Tower
101 South Fifth Street
Louisville, Kentucky 40202
(502) 587-3537

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