

To: FL Dept. of State
Subject: 000150.40761

From: Kate Wonsch

Friday, July 29, 2005 11:41 AM Page: 1 of 7

L05000075087

Florida Department of State
Division of Corporations
Public Access System

FILED

2005 JUL 29 P 12: 24

Electronic Filing Cover Sheet

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000182311 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

** file first **

From:
Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850)222-1173
Fax Number : (850)224-1640

0150.40761

RECEIVED
JUL 29 PM 12:16
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

RACQUET CLUB HOLDINGS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

AL

Electronic Filing Menu

Corporate Filing

Public Access Help

** file first **

To: FL Dept. of State
Subject: 000150.40761

From: Katie Wonsch

Friday, July 29, 2005 11:41 AM Page: 2 of 7

FILED
H05000182311 3

2005 JUL 29 P 12: 24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
RACQUET CLUB HOLDINGS, LLC**

ARTICLE I - Name

The name of the Limited Liability Company is Racquet Club Holdings, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 1401 Brickell Avenue, Suite 320, Miami, Florida 33131.

ARTICLE III - Purpose

The purpose for which this Limited Liability company is organized is: Any and all lawful business.

ARTICLE IV - Registered Agent and Office

The name and street address of the Company's initial registered agent and office is Alex Jimenez, 1401 Brickell Avenue, Suite 320, Miami, Florida 33131.

ARTICLE V - Management

The Company will be managed by a Manager, as set forth in the Company's Operating Agreement and is therefore a manager-managed company. The name and address of the Manager is Alex Jimenez, 1401 Brickell Avenue, Suite 320, Miami, Florida 33131.

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.

Dated this 29 day of July, 2005.



Alex Jimenez, Authorized Person

H05000182311 3

To: FL Dept. of State
Subject: 000150.40761

From: Katie Wonsch

Friday, July 29, 2005 11:41 AM Page: 3 of 7

H050001823113
FILED

2005 JUL 29 P 12: 24

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.

Dated this 29 day of July, 2005.

By: 

ALEX JIMENEZ

MIA-FS1\1726444\01\99901.384639

H050001823113