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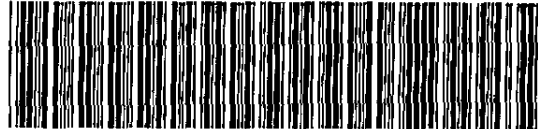
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TALLAHASSEE, FLORIDA

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August 10, 2005

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: LAZY OAKS RESORT, L.L.C.

Gentlemen/Ladies:

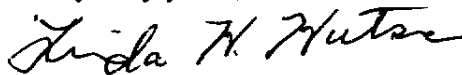
Enclosed please find our firm's check in the amount of \$155.00 to cover the following fees of your office.

Filing Articles of Organization	\$100.00
Certification of Articles	30.00
Filing Resident Agent Form	25.00

We enclose original and one copy of Articles of Organization of this proposed Limited Liability Company and executed resident agent form. Please endorse your approval on the copy of the Articles of Organization, certify same and return to us, together with acknowledgment of filing of resident agent.

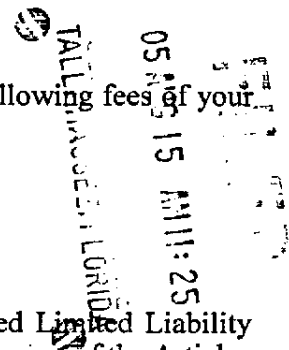
Thank you for your attention to the above.

Very truly yours,



Linda H. Hutson
Legal Assistant

Enclosures
(L:\Lazy Oaks\LLC3 Sec State Let.lhh)



ARTICLES OF ORGANIZATION OF LAZY OAKS RESORT, L.L.C.

ARTICLE I. NAME

The name of the Limited Liability Company ("Company") is LAZY OAKS RESORT, L.L.C.

ARTICLE II. PURPOSE

The purpose of this Limited Liability Company may include the transaction of any and all lawful business for which Limited Liability Companies may be organized in the State of Florida.

ARTICLE III. ADDRESS

The mailing and street address of the Company's principal office is 2000 Beverly Point Road, Leesburg, Florida 34748.

ARTICLE IV. MEMBERS AT TIME OF FORMATION

There shall be at least one member at the time the limited liability company is formed. The members at the time of formation are:

LAWRENCE ZOLNOWSKI and
TERESA ZOLNOWSKI, as tenants
by the entirety

2000 Beverly Point Road
Leesburg, Florida 34748

ARTICLE V. DURATION

The period of duration for the Company is perpetual, unless sooner terminated, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE VI. REGISTERED AGENT AND OFFICE

The name of the Company's initial Registered Agent in Florida is **LAWRENCE ZOLNOWSKI**. The address of the Company's registered office in Florida is **2000 Beverly Point Road, Leesburg, Florida 34748**.

ARTICLE VII. MANAGEMENT

The Company is to be managed by Members. The initial Members will serve until the first annual meeting of the members. The initial Members are as follows:

LAWRENCE ZOLNOWSKI

2000 Beverly Point Road
Leesburg, Florida 34748

TERESA ZOLNOWSKI

2000 Beverly Point Road
Leesburg, Florida 34748

ARTICLE VIII. ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX. MEMBERS RIGHT TO CONTINUE BUSINESS

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining members.

IN WITNESS WHEREOF, these Articles of Organization have been executed on this 10th day of August, 2005, at Leesburg, Florida.

Witnesses:

[Signature]
[Signature]
[Signature]
[Signature]

[Signature]
LAWRENCE ZOLNOWSKI
[Signature]
TERESA ZOLNOWSKI

"MEMBERS"

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 14 day of August, 2005, by LAWRENCE ZOLNOWSKI and TERESA ZOLNOWSKI, as the Members to these Articles of Organization. Said persons did not take an oath and (check one) ☐ are personally known to me, ☒ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or produced other identification, to wit: _____

Printed Name: _____

Notary Public - State of Florida

Commission # _____

My Commission Expires: _____

(L:\Lazy Oaks\LLC1 Articles.lhh)



05 AUG 15 AM 11:25
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-- THAT LAZY OAKS RESORT, L.L.C. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF LEESBURG, STATE OF FLORIDA, HAS NAMED LAWRENCE ZOLNOWSKI, LOCATED AT 2000 BEVERLY POINT ROAD, CITY OF LEESBURG, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

James Plam
(L.L.C. Member)

TITLE

Member

DATE

August 10, 2005

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED L.L.C., AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

James Plam
(Resident Agent)

DATE

Aug 10, 2005