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(Requestor's Name)

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PICK-UP

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(Business Entity Name)

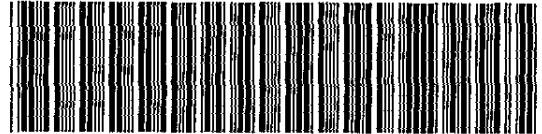
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Grouper Resorts, LLC

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TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File \_\_\_\_\_
- ☐ LTD Partnership File \_\_\_\_\_
- ☐ Foreign Corp. File \_\_\_\_\_
- ☒ L.C. File \_\_\_\_\_
- ☐ Fictitious Name File \_\_\_\_\_
- ☐ Trade/Service Mark \_\_\_\_\_
- ☐ Merger File \_\_\_\_\_
- ☐ Art. of Amend. File \_\_\_\_\_
- ☐ RA Resignation \_\_\_\_\_
- ☐ Dissolution / Withdrawal \_\_\_\_\_
- ☐ Annual Report / Reinstatement \_\_\_\_\_
- ☐ Cert. Copy \_\_\_\_\_
- ☒ Photo Copy \_\_\_\_\_
- ☐ Certificate of Good Standing \_\_\_\_\_
- ☐ Certificate of Status \_\_\_\_\_
- ☐ Certificate of Fictitious Name \_\_\_\_\_
- ☐ Corp Record Search \_\_\_\_\_
- ☐ Officer Search \_\_\_\_\_
- ☐ Fictitious Search \_\_\_\_\_
- ☐ Fictitious Owner Search \_\_\_\_\_
- ☐ Vehicle Search \_\_\_\_\_
- ☐ Driving Record \_\_\_\_\_
- ☐ UCC 1 or 3 File \_\_\_\_\_
- ☐ UCC 11 Search \_\_\_\_\_
- ☐ UCC 11 Retrieval \_\_\_\_\_
- ☐ Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name

Date

Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
GROUPER RESORTS, LLC**

**ARTICLE I - NAME:**

The name of the limited liability company ("LLC") is: Grouper Resorts, LLC.

**ARTICLE II  
PERIOD OF DURATION**

The period of duration of the LLC is perpetual.

**ARTICLE III  
ADDRESS**

The mailing address and the street of the principal office of the LLC is:

c/o Scott A. Silver  
18001 Old Cutler Road - Suite 600  
Miami, Florida 33157

**ARTICLE IV  
REGISTERED AGENT, REGISTERED OFFICE  
AND REGISTERED AGENT'S SIGNATURE**

The name and Florida street address of the LLC's initial registered agent are:

Scott A. Silver  
Silver, Garvett & Henkel, P.A.  
18001 Old Cutler Road - Suite 600  
Miami, Florida 33157

*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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**ARTICLE V**  
**RIGHT OF THE MEMBERS TO ADMIT ADDITIONAL MEMBERS**

The right of the members to admit additional members, and the terms and conditions of the admissions, if given, shall be as provided in the LLC operating agreement.

**ARTICLE VI**  
**RIGHT OF REMAINING MEMBERS OF THE LLC TO CONTINUE THE BUSINESS**

The right of the remaining members of the LLC 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 LLC shall be as provided in the LLC operating agreement.

**ARTICLE VII**  
**MANAGEMENT OF LLC**

The LLC is to be managed by one or more managers, as provided for in the LLC Operating Agreement and is, therefore, a manager-managed company. No member or other person has been appointed or elected as a managing member of the LLC at the date of the filing of these Articles.

**ARTICLE VIII**  
**EXECUTION OF ARTICLES OF ORGANIZATION**

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.

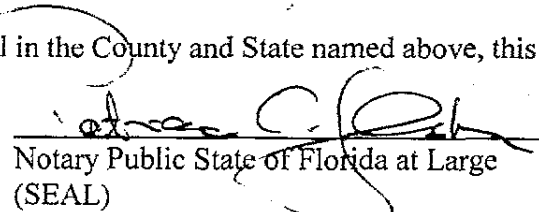
Executed this 27<sup>th</sup> day of March, 2006.

By:   
Scott A. Silver

STATE OF FLORIDA                   )  
COUNTY OF MIAMI-DADE        )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 2006, by Scott A. Silver, an authorized representative of the Members of Grouper Resorts, LLC, who is personally known to me, who did/did not take an oath, and who executed the foregoing Articles of Organization and acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 27<sup>th</sup> day of March, 2006.

  
Notary Public State of Florida at Large  
(SEAL)

