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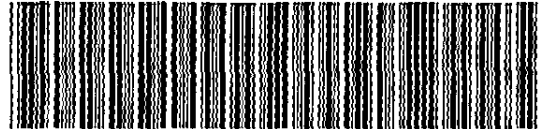
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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 981231 4312752

AUTHORIZATION :

COST LIMIT : \$ 155.00

2006 APR 12 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ORDER DATE : April 12, 2006

ORDER TIME : 12:35 PM

ORDER NO. : 981231-005

CUSTOMER NO: 4312752

DOMESTIC FILING

NAME: KONOVER ELKO HOLDINGS, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
KONOVER ELKO HOLDINGS, LLC**

FILED
2006 APR 12 PM 3:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company (the "Company") is **Konover Elko Holdings, LLC**.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company is: 7000 West Palmetto Park Road, Suite 203, Boca Raton, Florida 33433.

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 1201 Hays Street, Tallahassee, Florida 32301-2525 as the street address of the registered office of the Company and names Corporation Service Company as the Company's registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The business and affairs of the Company shall be conducted, carried on, and managed by the Company's Members. The Members shall have the management rights and responsibilities described in the Operating Agreement of the Company.

ARTICLE V
PURPOSE

The nature of the business and of the purposes to be conducted and promoted by the Company shall be (i) to engage in any lawful business under the Florida Limited Liability Company Act and applicable law that the Member(s) determine in their discretion that the Company shall engage in, and (ii) to do all things necessary or incidental thereto, including, without limitation, acquiring, investing in, owning, managing, voting, disposing of and otherwise dealing with real estate and other investments.

ARTICLE VI
INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any Person (as hereinafter defined) who was or is a party to any proceeding by reason of the fact that such Person is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if such Person acted in good faith and in a manner such Person reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe such Person's conduct was unlawful. The Company shall reimburse each Person for all costs and expenses, including attorneys' fees, reasonably incurred by such Person in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company. "Person" shall mean and include an individual, corporation, partnership, association, limited liability company, trust, estate, or other entity.

IN WITNESS WHEREOF, the undersigned hereby execute these Articles of Organization this 12th day of April, 2006.




Louis B. Schatz

Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **KONOVER ELKO HOLDINGS, LLC**, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that the undersigned is familiar with, and accepts, the obligations of such position on this ____ day of April, 2006.

Corporation Service Company

By: 
Name: Jeanine Reynolds
Title: as its agent

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