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Florida Department of State
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06 SEP 28 AM 10:02
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

FLORIDA/FOREIGN LIMITED LIABILITY CO.

OCALAFORNIA WATER AND FUN PARK, LLC

Certificate of Status	1
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ARTICLES OF ORGANIZATION
OF

OCALAFORNIA WATER AND FUN PARK, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be **OCALAFORNIA WATER AND FUN PARK, LLC** ("Company").

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Company shall be 3920 SW 30th Street C-16, Ocala, Florida 34474.

ARTICLE III

DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's duration shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV

PURPOSE

The purpose for which this Limited Liability Company is organized is to perform any lawful purpose except that of banking and insurance.

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ARTICLE V

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Ron Sellers, 3920 SW 30th Street C-16, Ocala, Florida 34474.

ARTICLE VI

CAPITAL CONTRIBUTIONS

The initial member of the Company shall contribute to the capital of the Company the sum of \$1,000.00.

ARTICLE VII

ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

ARTICLE VIII

ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as all the members determine. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX

INITIAL MEMBER

The initial member of the Company shall be Ron Sellers.

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ARTICLE X
MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company is Ron Sellers, 3920 SW 30th St C-16, Ocala, Florida 34474.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Ocala, Florida, on this 28 day of September, 2006.



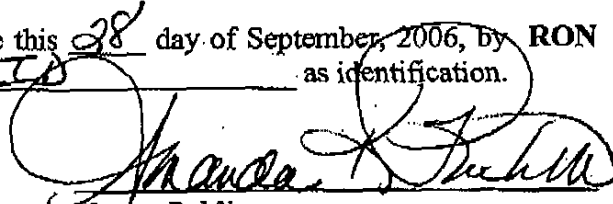
RON SELLERS

STATE OF FLORIDA
COUNTY OF MARION

Sworn to and subscribed before me this 28 day of September, 2006, by **RON SELLERS**, who has produced FL ID as identification.



Amanda K. Puckett
MY COMMISSION # DD199291 EXPIRES
April 27, 2007
BONDED THRU TROY FAIN INSURANCE, INC.



Notary Public
My commission expires on:

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been designated as the Registered Agent for **OCALAFORNIA WATER AND FUN PARK, LLC**, I hereby accept the designation and agree to act as the Registered Agent of said Company.

Dated: September 28, 2006.



By: **RON SELLERS**

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