

Division of Corporations

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TALLAHASSEE, FLORIDA**FLORIDA/FOREIGN LIMITED LIABILITY CO.****SMOKEY MOUNTAIN VACATIONS, LLC**

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ARTICLES OF ORGANIZATION
FOR SMOKEY MOUNTAIN VACATIONS, LLC
A FLORIDA LIMITED LIABILITY COMPANY
FILED PURSUANT TO FLORIDA STATUTE §608.407

ARTICLE I

The name of the Company is SMOKEY MOUNTAIN VACATIONS, LLC

ARTICLE II

The mailing address of the principal office of the Company is 2344 Gabriel Lane, West Palm Beach, Florida 33406.

ARTICLE III

The Company and the duration of its existence shall commence upon the filing of these Articles and shall continue indefinitely unless sooner terminated in accordance with the provisions of the Operating Agreement.

ARTICLE IV

The Company is to be managed by one manager whose name and address are:

Timothy Kendall
2344 Gabriel Lane
West Palm Beach, Florida 33406

ARTICLE V

No right is given to any member to admit additional members without the consent of all members and then only in accordance with the Operating Agreement.

ARTICLE VI

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which pursuant to the Operating Agreement or state law terminates the continued membership of a member in the Company, the remaining members may, by unanimous vote, within ninety (90) days, elect to continue the business of the Company. The member or members shall forthwith execute and record an amendment to the Articles of Organization to

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evidence such continuation, if required by appropriate governing law.

ARTICLE VII

A member may not assign or transfer any portion of his or her interest in the Company without the prior written, unanimous approval of the manager and each remaining member and then only in accordance with the Operating Agreement.

ARTICLE VIII

The net profits and losses of the Company for any year shall be allocated among the members in accordance with the Operating Agreement.

ARTICLE IX

The initial Registered Agent to accept service of process on the Company is Mark J. Nowicki, 480 Maplewood Drive, Suite 2, Jupiter, FL 33458-5845.

In witness whereof, the undersigned member does hereby set his hand and seal this 23rd day of October, 2007.

SMOKEY MOUNTAIN VACATIONS, LLC

By: Mark J. Nowicki
Mark J. Nowicki, Authorized
Representative for Each Member

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STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served on Behalf of SMOKEY MOUNTAIN VACATIONS, LLC

The following is submitted, in compliance with Chapter 608.407, Florida Statutes:


SMOKEY MOUNTAIN VACATIONS, LLC, a limited liability company organized under the laws of the State of Florida, with its principal office at 2344 Gabriel Lane, West Palm Beach, Florida 33406 has named Mark J. Nowicki, 480 Maplewood Drive, Jupiter, Florida 33458-5843 its agent to accept service of process within this State.

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ACCEPTANCE:

I agree to act as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the Florida designated address) in some conspicuous place in office as required by law.


Mark J. Nowicki
Registered Agent

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