

LO7000116273

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

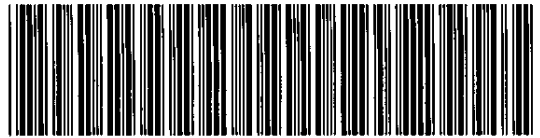
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07 NOV 19 AM 11:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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07 NOV 19 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CT
a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

November 19, 2007

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

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07 NOV 19 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 7080219 SO
Customer Reference 1: none given
Customer Reference 2: na

Dear Department of State, Florida:

Please obtain the following:

Legends Golf Club, Inc. (FL)
Conversion
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan
Senior Fulfillment Specialist
Connie.Bryan@wolterskluwer.com

CERTIFICATE OF CONVERSION
OF
LEGENDS CLUB, INC.
INTO
LEGENDS CLUB, LLC

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07 NOV 19 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert Legends Club, Inc., a Florida corporation, into a Florida limited liability company in accordance with Sections 607.1112 and 608.439, Florida Statutes.

1. The name of the corporation immediately prior to the filing of this Certificate of Conversion is LEGENDS CLUB, INC., a Florida corporation (the "Converting Entity").
2. The date on which the original Certificate of Incorporation of the Converting Entity was filed with the Secretary of State of the State of Florida is May 3, 2002, under Document No. P02000049023.
3. The name of the Florida limited liability company into which the Converting Entity is being converted, as set forth in the attached Articles of Organization, is LEGENDS CLUB, LLC (the "Converted Entity").
4. The conversion of the Converting Entity into the Converted Entity shall be effective as of 11:59 P.M. (Eastern Time) on November 19, 2007.
5. The conversion of the Converting Entity into the Converted Entity is in accordance with Sections 607.1112 and 607.1113 of the Florida Business Corporation Act and Sections 608.439 and 608.4403 of the Florida Limited Liability Company Act.
6. A Plan of Conversion was duly adopted by the Converting Entity in accordance with the provisions of Section 607.1112(6) of the Florida Business Corporation Act.
7. The principal business of the Converted Entity is 700 N.W. 107th Avenue, Miami, Florida 33172.
8. The Converted Entity agrees to pay any shareholders of the Converted Entity having appraisal rights the amount to which they are entitled under Sections 607.1301 through 607.1333 of the Florida Business Corporation Act.

Dated: November 14, 2007.


L. Christian Marlin, Vice President

ARTICLES OF ORGANIZATION
OF
LEGENDS CLUB, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


1. The name of the limited liability company is LEGENDS CLUB, LLC.
2. The mailing address and the street address of the principal office of the limited liability company are 700 N.W. 107th Avenue, Miami, Florida 33172.
3. The name and street address of the initial registered agent of the limited liability company are C T Corporation System at 1200 South Pine Island Road, Plantation, Florida 33324.

IN WITNESS WHEREOF, these Articles of Organization have been executed by the below named authorized representative of the member of the limited liability company effective as of the 16th day of November, 2007.


L. Christian Marlin, Vice President

Having been named as registered agent and to accept service of process for the abovestated limited liability company at the place designated in this certificate, the undersigned hereby accepts its appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

C T Corporation System

By: 
Print Name: Barbara A. Burke
Title: Special Assistant Secretary