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LAW OFFICES  
**CASEY CIKLIN LUBITZ MARTENS & O'CONNELL**  
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

LINDA DICKHAUS AGNANT, P.A.  
BRUCE G. ALEXANDER, P.A.  
JERALD S. BEER, P.A.  
JOHN D. BOYKIN, P.A.  
JESSICA M. CALLOW  
PATRICK J. CASEY, P.A.  
RICHARD R. CHAVES, P.A.  
PATRICIA M. CHRISTIANSEN, P.A.  
ALAN J. CIKLIN, P.A.  
ROBERT L. CRANE, P.A.  
RONALD E. CRESCENZO, P.A.  
KENT B. FRAZER  
JEFFREY M. GARBER, P.A.  
ASHLEY N. GIROLAMO  
JASON S. HASELKORN, P.A.

CHRISTINE M. HOKE  
W. JAY HUNSTON, III  
RICHARD A. JAROLEM  
BRIAN B. JOSLYN, P.A.  
GREGORY S. KINO, P.A.  
CHARLES A. LUBITZ, P.A.  
JASON C. MAIER  
RICHARD L. MARTENS, P.A.  
BRIAN M. O'CONNELL, P.A.  
PHIL D. O'CONNELL, P.A.  
CHARLES L. PICKETT  
MATTHEW N. THIBAUT  
DEAN VEGOSEN, P.L.  
GARY WALK, P.A.  
JOHN R. YOUNG, P.A.

PHILLIP D. O'CONNELL, SR. (1907-1987)

-----  
OF COUNSEL  
MICHAEL J. MONCHICK, P.A.  
MICHAEL J. KENNEDY, P.A.  
JOHN L. REMSEN  
-----

515 NORTH FLAGLER DRIVE, STE. 1900  
WEST PALM BEACH, FLORIDA 33401-4343  
TELEPHONE: (561) 832-5900  
FACSIMILE: (561) 833-4209

December 10, 2007

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: LONE PINE GOLF CLUB, LLC

Dear Sir/Madam:

Enclosed please find the original and one copy of Articles of Organization with reference to the above-captioned limited liability company, and our \$125.00 check for filing.

Please file same and return the date-stamped copy to me in the self-addressed stamped envelope provided.

If you should have any questions or require any additional information, please feel free to contact me at (561) 832-5900. Thank you for your cooperation in this matter.

Sincerely,

**JERALD S. BEER**

Jerald S. Beer

JSB/mre  
Enclosures

**ARTICLES OF ORGANIZATION  
OF  
LONE PINE GOLF CLUB, LLC**

We, the undersigned natural persons competent to contract, hereby organize and form a limited liability company under and pursuant to Chapter 608, Florida Statutes as follows:

**ARTICLE 1.**

**Name of Limited Liability Company**

The name of this limited liability company shall be LONE PINE GOLF CLUB, LLC

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**ARTICLE 2.**

**Period of Duration**

The existence of the Company shall be perpetual from the date of filing these Articles with the Department of State unless terminated by vote of the members.

**ARTICLE 3.**

**Purpose**

The Company is organized to acquire, retain, invest, exchange, purchase, sell, lease (as either lessee or lessor), borrow, mortgage, pledge, transfer, convey, develop, manage, or otherwise deal in real and personal property within or without the State of Florida, and to conduct, carry on, engage in, within or without the United States of America, any businesses incidental thereto which limited liability companies may transact pursuant to Chapter 608, Florida Statutes.

**ARTICLE 4.**

**Place of Business and Registered Agent**

The street address and mailing address of the initial business office of the Company is 6251 North Military Trail, West Palm Beach, Florida 33407, and the name and address of the initial registered agent of the Company is JOSEPH L. GERLACH located at 6251 North Military Trail, West Palm Beach, Florida 33407. The Company shall have the privilege of having offices at other

places within or without the State of Florida and within or without the United States of America. The Company may, at its discretion, at any time, change the address of its place of business.

## **ARTICLE 5.**

### **Investment in Company**

The total amount of cash to be contributed to the Company upon its formation is One Thousand Dollars (\$1,000.00), which is to be contributed in equal shares by the members of the Company. No property other than cash shall be contributed initially.

## **ARTICLE 6.**

### **Additional Contributions**

Additional contributions of up to Ten Thousand Dollars (\$10,000.00) in additional capital shall be made as determined by the Manager, with all of such contributions to be made in proportionate shares by the members within ten (10) days after notice from the Manager. Thereafter, additional contributions, if any, will be made as and when agreed to by a vote of at least seventy percent (70%) "in interest of the members" of the Company (as that phrase is defined in this Company's Regulations or Operating Agreement).

## **ARTICLE 7.**

### **Additional Members**

Additional members may be admitted to the Company upon such terms and conditions as shall be established by at least a seventy percent (70%) majority in interest of the then-existing members.

## **ARTICLE 8.**

### **Continuation of Business**

The remaining members of the Company shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in the Company.

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## **ARTICLE 9.**

### **Management**

Management of the Company is reserved to CHARLES W. GERLACH and JOSEPH L. GERLACH, members, who shall serve as co-managers of this Company until such time as another manager is designated by a in favor vote of seventy percent (70%) by the members. CHARLES W. GERLACH's address is 15170 78<sup>th</sup> Drive, N, Palm Beach Gardens, Florida 33418 and JOSEPH L. GERLACH's address is 14851 Black Bear Road, Palm Beach Gardens, Florida 33418. The managing members vote shall be counted in any vote for managing member(s) or non member manager(s).

## **ARTICLE 10.**

### **Indemnification of Members and Manager**

Except in the case of gross negligence or willful or wanton behavior, the Company shall indemnify and save harmless every manager and member of the Company from all costs and expense incurred by him, her or it in connection with the defense of any action, suit or proceeding, whether civil or criminal, in which he, she or it is made a party as a result of having been a member of or manager of this Company.

## **ARTICLE 11.**

### **Counterparts**

These Articles may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed an original, but all of which taken together shall constitute one and the same instrument and it shall not be necessary in making proof of this Agreement to produce or account for more than one counterpart. Multiple signature and notary pages for the members may be attached to a counterpart of these Articles.

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## **ARTICLE 11.**

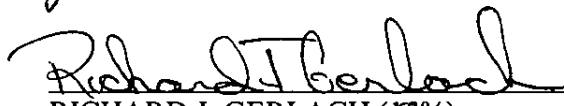
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In witness of the foregoing, I have hereunto set my hand and seal effective the last date set forth below.

  
CHARLES W. GERLACH (27.5%) 11-6-07  
Date

  
JOSEPH L. GERLACH (27.5%) 10-6-2007  
Date

  
RICHARD J. GERLACH (15%) 11-6-07  
Date

  
THOMAS A. GERLACH (15%) 11/24/07  
Date

  
CHERYL L. SCRUPSKI (15%) 11/29/07  
Date

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

In pursuance of Chapter 608, Florida Statutes, the following is submitted, in compliance with said Act:

That LONE PINE GOLF CLUB, LLC, desiring to organize as a limited liability company under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization, has named Joseph L. Gerlach, located at 6251 North Military Trail, West Palm Beach, City of West Palm Beach, County of Florida, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

  
JOSEPH L. GERLACH