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O9 JUN -2 AM IO: 33 SECRETARY OF STATE TALLAHASSEE FLORIDA

N. Outligan JUN 2 - 2009



5395 Park Central Court Naples, Florida 34109 Telephone (239) 513-9191 Facsimile (239) 513-9677

mail@meuerslawfirm.com www.meuerslawfirm.com Lawrence H. Meuers * Katy Koestner Esquivel [†] Steven E. Nurenberg[‡] Steven M. De Falco [†]

* Also admitted in CA, MN & NY [‡] Also admitted in MI & NY [†] Also admitted in IL

Via Federal Express

May 27, 2009

Florida Dept. of State Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Articles of Organization

Dear Registration Section:

Enclosed please find the Articles of Organization and Designation of Registered Agent with regard to John Ayres Baseball, LLC. I have enclosed a check in the amount of \$125.00 for the filing fee and for the Designation of Registered Agent. Please return to me stamped copies of the Articles of Organization. I have enclosed a postage pre-paid return envelope for your convenience.

Thank you for your assistance. Please contact me if you have any questions.

Sincerely, Lawrence H. Mei

LHM/lc

Enclosures



FLORIDA DEPARTMENT OF STATE Division of Corporations

June 1, 2009

MEURS LAW FIR, P.L. 5395 PARK CENTRAL COURT NAPLES, FL 34109

SUBJECT: JON AYRES BASEBALL, LLC Ref. Number: W09000025397

We have received your document for JON AYRES BASEBALL, LLC. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$125.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan Regulatory Specialist II

Letter Number: 209A00018269

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION OF **JON AYRES BASEBALL, LLC**

09 JUN -2 AM 10: 33

SECRETARY OF STATE TALLAHASSEE FLORIDA The undersigned authorized representative of a member of the above captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

The name of this limited liability company is Jon Ayres 1. Name. Baseball, LLC (the "Company").

2. Duration. The Company shall remain in existence from the date of filing of these Articles with the Florida Department of State until terminated in accordance with the provisions of the Florida Limited Liability Company Act or the Company's Operating Agreement.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. <u>Place of Business</u>. The mailing and street address of the Company's principal office is 28043 Eastbrook Drive, Bonita Springs, Florida 34135.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Lawrence H. Meuers. The street address of the initial registered agent of the Company is 5395 Park Central Court, Naples, Florida 34109.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. <u>Termination of Membership</u>. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

8. Management of the Company. The Company shall be managed by a manager or managers in accordance with the regulations adopted by all of the members. The name and address of the initial Managing member, who shall

serve until the first annual meeting of the members or until his successors are elected and qualified, is:

Jon Ayres 28043 Eastbrook Drive Bonita Springs Florida 34135

9. <u>Regulations</u>. The manager or managers shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

10. <u>Voting</u>. The Company is authorized to issue membership units with voting rights and membership units without voting rights.

The authorized representative of a member has executed these Articles of Organization effective as of the 27^{Th} day of May, 2009.

Authorized Representative of T Member ISTERED AGENT

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

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Lawrence H. Meuers, Authorized Representative of a Member

Dated: May 27, 2009