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B. KOHR  
JUN 29 2009  
EXAMINER

FILED  
09 JUN 26 AM 8:45  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 048162 4380545

AUTHORIZATION :

COST LIMIT : \$ 125.00

FILED  
09 JUN 26 AM 8:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 25, 2009

ORDER TIME : 2:14 PM

ORDER NO. : 048162-020

CUSTOMER NO: 4380545

DOMESTIC FILING

NAME: IMPERIAL RIVER MARINA CLUB LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
IMPERIAL RIVER MARINA CLUB LLC**

**FILED**  
**09 JUN 26 AM 8:45**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I - NAME**

The name of the limited liability company shall be IMPERIAL RIVER MARINA CLUB LLC (the "Company").

**ARTICLE II - MAILING AND STREET ADDRESS**

The mailing and street address of the principal office of the Company is:

9990 COCONUT ROAD, SUITE 200  
BONITA SPRINGS, FLORIDA 34135

**ARTICLE III - EFFECTIVE DATE**

This limited liability company's existence shall commence upon the filing of these Articles and shall terminate as provided for in the Operating Agreement.

**ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent of the Company is:

<u>Name</u>	<u>Address</u>
GARY DUMAS	9990 COCONUT ROAD, SUITE 200 BONITA SPRINGS, FLORIDA 34135

**ARTICLE V - PURPOSE**

The Company shall have unlimited power to engage in and do any lawful act concerning any or all lawful businesses for which limited liability companies may be organized according to the laws of the State of Florida, including all powers and purposes now and hereafter permitted by law to a limited liability company.

#### ARTICLE VI - MANAGEMENT OF THE COMPANY

The Company shall be managed by not less than one (1) manager (the "Manager") and is, therefore, a manager-managed company. The following is the name and address of the initial Manager who shall serve as the Manager of the Company until his successor is elected and qualified:

Name

Address

BONITA BAY PROPERTIES, INC.

9990 COCONUT ROAD, SUITE 200  
BONITA SPRINGS, FLORIDA 34135

#### ARTICLE VII - OPERATING AGREEMENT

The Members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned, being a Member of the Company, has executed these Articles of Organization this 25th day of June, 2009.

BONITA BAY PROPERTIES, INC.,

By: 

GARY DUMAS, Vice President


**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: IMPERIAL RIVER MARINA CLUB LLC
2. The name and address of the registered agent and office is:

GARY DUMAS  
9990 COCONUT ROAD, SUITE 200  
BONITA SPRINGS, FLORIDA 34135

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
GARY DUMAS  
Registered Agent