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11 DEC 19 PM 1:04
STATE
TALLAHASSEE, FLORIDA

B. BOSTICK

DEC 21 2011

EXAMINER

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Miromar Lakes Golf Club, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mark W. Geschwendt

Name of Person

Miromar Development Corporation

Firm/Company

10801 Corkscrew Road, Suite 305

Address

Estero, FL 33928

City/State and Zip Code

mgeschwendt@miromar.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark W. Geschwendt

Name of Person

at (239) 390-5100

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☒ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

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

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

11 DEC 19 PM 1:04
TALLAHASSEE, FLORIDA
RECEIVED

ARTICLES OF ORGANIZATION
FOR
MIROMAR LAKES GOLF CLUB, LLC

Pursuant to Chapter 608 of the Florida Statutes, the undersigned, being an authorized representative of the sole member, executes and adopts the following Articles:

ARTICLE I - NAME

The name of this limited liability company is **Miromar Lakes Golf Club, LLC**, a Florida limited liability company (the "Company").

ARTICLE II - DURATION

The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III - 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 law of the state of Florida.

ARTICLE IV – PLACE OF BUSINESS

The mailing and street address of the Company's principal office is 10801 Corkscrew Road, Suite 305, Estero, Florida 33928.

ARTICLE V – REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Company is Mark W. Geschwendt. The street address of the initial registered agent of the Company is 10801 Corkscrew Road, Suite 305, Estero, Florida 33928.

ARTICLE VI – CONTRIBUTIONS TO THE COMPANY

The total amount of cash initially contributed to the Company by the member is one thousand and no/100 dollars (\$1,000.00). No additional contributions have been agreed upon.

ARTICLE VII – 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.

FILED
ALLAHBACH & ASSOCIATES, P.A.
FLORIDA
11 DEC 19 11:04
601100

ARTICLE VIII – TERMINATION OF MEMBERSHIP

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event that 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.

ARTICLE IX – MANAGEMENT OF THE COMPANY

The Company shall be managed by a manager in accordance with the Operating Agreement adopted by all of the members. The name and address of the initial manager is:

Miromar Development Corporation
10801 Corkscrew Road, Suite 305, Estero, FL 33928

ARTICLE X – OPERATING AGREEMENT

The member or members shall have the power to adopt, alter, amend, or repeal the Operating Agreement for the Company, which contains provisions for the regulation and management of the affairs of the Company.

ARTICLE XI - VOTING

The Company is authorized to issue membership units with voting rights and membership units without voting rights.

ARTICLE XII – EFFECTIVE DATE

These Articles of Organization shall become effective at 9:00 AM on January 1, 2012.

The undersigned executed these Articles of Organization on the 16th day of December, 2011.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

MEMBER:

MIROMAR DEVELOPMENT CORPORATION

By: _____

Margaret J. Antonier, President

11 DEC 19 PM 1:01
MIAMI, FLORIDA

**AFFIDAVIT OF LIMITED LIABILITY COMPANY
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)**

Margaret J. Antonier, as President of Miromar Development Corporation, the initial member of Miromar Lakes Golf Club, LLC, a Florida limited liability company (referred to as the "Company") makes the following affidavit:

1. The Company has at least one (1) member.
2. The members of the Company have contributed a total of One Thousand Dollars (\$1,000.00) of cash to the Company.
3. No additions of cash or other property have been agreed upon.

Executed on December 16, 2011.

Member:

Miromar Development Corporation

By: _____

Margaret J. Antonier, President

11 DEC 19 PM 1:04
STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

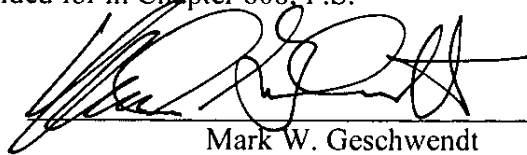
Pursuant to the provisions of section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. The name of the limited liability company is: **Miromar Lakes Golf Club, LLC**
2. The name and the Florida street address of the registered agent are:

Mark W. Geschwendt
10801 Corkscrew Road, Suite 305
Estero, Florida 33928

Having been named as Registered Agent and to accept service of process for Miromar Lakes Golf Club, LLC, at the place designated in this certificate, I 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 as provided for in Chapter 608, F.S.

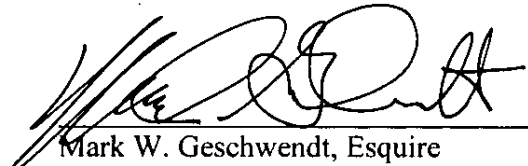
Dated: December 5, 2011


Mark W. Geschwendt

571117
11 DEC 19 PM 1:04
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for Miromar Lakes Golf Club, LLC, at the place designated, and being familiar with the obligations of that position, I 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.



Mark W. Geschwendt, Esquire
Registered Agent

Dated: December 5, 2011

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SECURITY STATE
TALLAHASSEE FLORIDA