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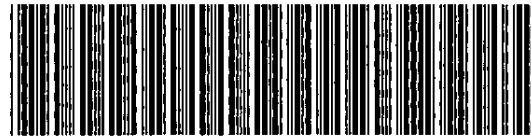
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TALLAHASSEE, FLORIDA

FEB 19 2013  
T. HAMPTON



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♦ ADMITTED TO PRACTICE IN DISTRICT  
OF COLUMBIA AND FLORIDA  
♦ CERTIFICATE, SMALL BUSINESS  
LEADERSHIP, HARVARD BUSINESS  
SCHOOL  
♦ CERTIFICATE IN ESTATES AND  
TRUSTS PRACTICE, UNIVERSITY  
OF FLORIDA  
\* ADMITTED TO PRACTICE IN THE  
STATE OF CALIFORNIA ONLY

February 14, 2014

**VIA U.S. MAIL**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Re: BISHOPS GATE GOLF ACADEMY, LLC**

Dear Sir or Madam,

Enclosed please find the Articles of Organization for Bishops Gate Golf Academy, LLC. Also enclosed is a check in the amount of \$125.00 to cover the filing fees as well as the Registered Agent Fee.

Please return a certified copy to me with the stamped in date and your cover letter indicating the document number.

Thank you for your attention to this matter.

Very truly yours,

Michael J. Merrill

**REPLY TO:**  
Altamonte Springs

ALTAMONTE SPRINGS OFFICE  
999 Douglas Avenue  
Suite 3333  
Altamonte Springs, FL 32714  
407-834-4847

MJM/sla  
Enclosure

DOWNTOWN ORLANDO OFFICE  
37 North Orange Avenue  
Suite 500  
Orlando, FL 32801  
407-834-4847

TAMPA OFFICE  
550 North Reo Street  
Suite 300  
Tampa, FL 33609  
813.321.7980

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**ARTICLES OF ORGANIZATION**  
**OF**  
**BISHOPS GATE GOLF ACADEMY, LLC**

The undersigned initial Members to these Articles of Organization, natural persons competent to contract, hereby form a Limited Liability Company under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Limited Liability Company is BISHOPS GATE GOLF ACADEMY, LLC.

**ARTICLE II - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this Limited Liability Company is as follows:

(a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the Limited Liability Company. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improve or unimproved, or any right or interest therein.

(b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the Limited Liability Company, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the Limited Liability Company.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and to execute such mortgages, transfers of Limited Liability Company property, or other instruments to secure the payment of Limited Liability Company indebtedness as required.

(d) To purchase the business assets of any business entity and engage in the same or other character of business.

(e) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other character of business.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any corporation of the State of Florida or any other state or government, and while owner of

such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(g) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation, or calculated to facilitate the same.

(h) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like Limited Liability Companies.

(i) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

### **ARTICLE III - EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV - MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business of the company with the unanimous consent of the remaining members.

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**ARTICLE V - INITIAL CAPITAL**

The amount of the capital with which this Limited Liability Company shall begin business is \$500.00.

**ARTICLE VI - TERM OF EXISTENCE**

This Limited Liability Company shall have perpetual existence.

**ARTICLE VII - PRINCIPAL OFFICE**

The initial street address of the principal office of this Limited Liability Company is to be at 26911 Bella Vista Drive, Howey in the Hills, FL 34737. The Members of the Limited Liability Company may from time to time designate such other address and place for the principal office of this Limited Liability Company as it may see fit.

**ARTICLE VIII - INITIAL MEMBERS**

The names and street addresses of each person authorized to manage and control the Limited Liability Company are as follows:

<u>TITLE</u>	<u>NAME AND ADDRESS</u>
AMBR	Lake County Sports Services, LLC 26945 Bella Vista Drive Howey in the Hills, FL 34737
MGR	Lee-Anne Gilchrist 26911 Bella Vista Drive Howey in the Hills, FL 34737
MGR	Zach Parker 26911 Bella Vista Drive Howey in the Hills, FL 34737
MGR	Benjamin Pauluhn 26911 Bella Vista Drive Howey in the Hills, FL 34737

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**ARTICLE IX - MANAGEMENT**

The Limited Liability Company shall be a manager-managed company.

**ARTICLE X - EFFECTIVE DATE**

These Articles of Organization shall be effective on the date they are filed with the State of Florida,

Division of Corporations.

**ARTICLE XI - REGISTERED AGENT**

The registered agent of this Limited Liability Company shall be:

NAME

ADDRESS

Benjamin Pauluhn

26911 Bella Vista Drive  
Howey in the Hills, FL 34737

**ARTICLE XII - AMENDMENT**

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF, We have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida this 14<sup>th</sup> day of February, 2014.

(In accordance with Section 605.0203, Florida Statutes, the execution of this Document constitutes an affirmation under penalties of perjury that the facts stated herein are true.)



Lake County Sports Services, LLC, Initial  
Member

By: Benjamin Pauluhn

Title: Manager

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 as provided for in Chapter 605, F.S.



Benjamin Pauluhn

DATE: 2-14-14

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