

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



195000803

ACCOUNT NO. : 071000000

REFERENCE : 706380 130699A

AUTHORIZATION :

Patricia Pzyto

COST LIMIT : \$ 337.50

ORDER DATE : October 11, 1995

ORDER TIME : 10:30 AM

ORDER NO. : 706386

100001607101

CUSTOMER NO: 130699A

CUSTOMER: Benjamin A. Jablow, Esq
BENJAMIN A. JABLOW, ESQ

Suite 204
3307 Clark Road
Sarasota, FL 34231

DOMESTIC FILING

FILED
95 OCT 23 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME: DESOTO LANES, L.C.

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

RECEIVED
53 OCT 11 PM 12:12
DIVISION

~~1095 20315~~

I. BROWN OCT 24 1995

STATE OF FLORIDA)

COUNTY OF MANATEE)

**AFFIDAVIT
OF
IDENTITY**

The undersigned (the "Affiant"), being first duly sworn, deposes and says:

He is one and the same person as Gerald C. Vorbeck, whose name appears in the Articles of Incorporation for DeSoto Lanes, Inc., a Florida corporation, as a Director of that corporation. The Affiant's name was legally changed to Mick Vorbeck pursuant to an order dated October 14, 1992. A copy of said order is attached to this affidavit and is incorporated by reference herein.

The Affiant states that the above statements are true to the best of Affiant's knowledge, information and belief. The affidavit is being prepared and executed by the Affiant in connection with the use of the name "DeSoto Lanes" by DeSoto Lanes, L.C.

Further Affiant sayeth naught.

AFFIANT:

Mick Vorbeck
(Please Sign Name)

MICK VORBECK
(Please Print Name)

STATE OF FLORIDA)

SS:
COUNTY OF MANATEE)

The foregoing instrument was acknowledged before me this 19th day of October, 1995 by MICK VORBECK, who (X) is personally known to me or () has produced _____ as identification.

Rebecca Southall
Notary Public, State of Florida
Print Name: Rebecca Southall

My Commission Expires:



REBECCA SOUTHALL
MY COMMISSION # CC480484 EXPIRES
July 19, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

STATE OF FLORIDA

COUNTY OF MANATEE

AFFIDAVIT FOR
USE
OF NAME

The undersigned (the "Affiant"), being first duly sworn, deposes and says:

The persons who currently control and own a majority interest of the issued and outstanding stock of DeSoto Lanes, Inc., a Florida corporation, will control and own a majority interest of the issued and outstanding membership interests of DeSoto Lanes, L.C., a to-be-formed Florida limited liability company.

The Affiant states that the above statements are true to the best of Affiant's knowledge, information and belief. The affidavit is being prepared and executed by the Affiant in connection with the use of the name "DeSoto Lanes" by DeSoto Lanes, L.C.

Further Affiant sayeth naught.

AFFIANT:

Mick Vorbeck
(Please Sign Name)

MICK VORBECK
(Please Print Name)

STATE OF FLORIDA

COUNTY OF MANATEE

)
)SS:
)

The foregoing instrument was acknowledged before me this 19th day of October, 1995 by MICK VORBECK, who (X) is personally known to me or () has produced _____ as identification.

Rebecca Southall
Notary Public, State of Florida
Print Name: Rebecca Southall

My commission expires:

Notary Public, State of Florida, 10-16-95



REBECCA SOUTHALL
MY COMMISSION # CC480484 EXPIRES
July 19, 1999
BONDED THRU TROY FAIR INSURANCE, INC.



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 12, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: DESOTO LANES, L.C.
Ref. Number: W95000020315

We have received your document for DESOTO LANES, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 295A00046110

**ARTICLES OF ORGANIZATION
of
DESOTO LANES, L.C.**

FILED
95 OCT 23 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned initial member of DeSoto Lanes, L.C., a Florida limited liability company formed hereunder (the "Company"), on behalf of the other members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I. COMPANY NAME

The name of this Company is:

DeSoto Lanes, L.C.

ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence upon filing, and shall continue until December 31, 2045, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

1801 Glengary Street
Sarasota, FL 34231

ARTICLE IV. STREET ADDRESS OF COMPANY

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

1801 Glengary Street
Sarasota, FL 34231

ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

The Law Office of Chris M. Vorbeck, Esq.
Chris M. Vorbeck, P.A.
1801 Glengary Street
Sarasota FL 34231

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those managers of the Company in attendance at a duly called meeting of the managers at which a quorum exists or by written consent of a majority of the managers of the Company. Any new member which is approved by the managers of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the managers, and upon such member's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, regulations or guidelines as the managers may from time to time determine in their sole discretion.

ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote or written consent of those members owning a majority of the capital and profits interest of the Company (excluding the member seeking to transfer his interest in the Company), which vote or consent may be unreasonably

Thomas O. Wells, Esq.
Zack, Sparber, et. al.
One International Place
Suite 2800
Miami, FL 33131
(305) 539-8400

withheld, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Regulations of the Company.

ARTICLE VIII. DISSOLUTION OF COMPANY

Upon the death, insanity, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the Regulations of the Company or under the Act, the Company shall be dissolved unless the members elect to continue the Company either upon the affirmative vote or written consent of those members owning a majority of the capital and profits of the Company as contemplated in Rev. Proc. 94-46.

ARTICLE IX. MANAGERS

The Company shall be managed by managers. The name and address of the initial manager is set forth below. The initial manager shall serve as manager until the first annual meeting of members or until its successors are elected and qualify.

Mick Vorbeck
1801 Glengary Street
Sarasota, FL 34231

Chris M. Vorbeck
1801 Glengary Street
Sarasota, FL 34231

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

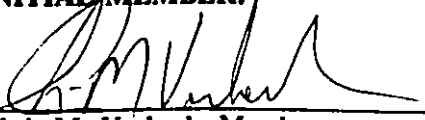
Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the affirmative vote or written consent of those members owning a majority of the profits and capital interest of the Company.

ARTICLE XII. AMENDMENT OF REGULATIONS

Pursuant to Section 608.423(1) of the Act, the managers of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the affirmative vote of a majority of those managers of the Company in attendance at a meeting of the managers duly called at which a quorum exists or by written consent of a majority of the managers of the Company; provided, however, any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the members, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote or written consent of those members owning a majority of the profits and capital interest of the Company.

IN WITNESS WHEREOF, the undersigned initial member has executed the foregoing Articles of Organization as of this 9th day of October, 1995.

INITIAL MEMBER:


Chris M. Vorbeck, Member

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Pursuant to Section 608.407(2) of the Florida Limited Liability Company Act, the undersigned, as an officer and authorized representative of the initial member of DeSoto Lanes, L.C., a Florida limited liability company (the "Company"), who, upon being duly sworn, certifies the following:

1. The Company has at least two members.
2. As of the date hereof, the amount of capital contributions to the Company made by members is as follows:

\$10.00

3. The anticipated amount of additional capital contributions to the Company made by the members will be as follows:

\$ 800,000.00

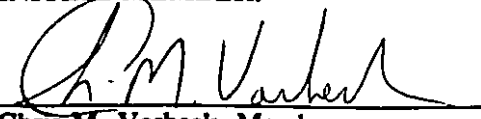
4. There have been no contributions to the Company made by the members other than cash contributions.

FURTHER AFFIANTS SAYETH NOT.

Under penalties of perjury, the undersigned, as an officer and authorized representative of the initial member of the Company, declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

DATED: October 9, 1995

INITIAL MEMBER:

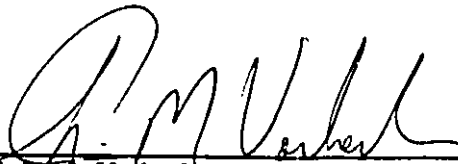

Chris M. Vorbeck, Member

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**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida
Limited Liability Company Act: CHRIS M. VORBECK, ESQ., THE LAW OFFICES OF CHRIS
M. VORBECK, P.A., 1801 GLENGARY STREET, SARASOTA,
FLORIDA 34231

Having been appointed registered agent of DeSoto Lanes, L.C. in its Articles of
Organization, at the place designated in such Articles of Organization, the undersigned hereby
agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of
such position.


Chris M. Vorbeck

Dated: October 9, 1995

FILED
95 OCT 23 AM 8:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILE NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

96 APR 19 PM 12:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE
\$ 238.75

Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee

Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address
of Limited Liability Company

DOCUMENT #L95000000803

DESOTO LANES, L.C.
1801 GLENGARY STREET
SARASOTA FL 34231

1a. Principal Place of Business Address

1801 GLENGARY STREET
SARASOTA FL 34231

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a.

2. Principal Place of Business

Same

2a. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

3. Date Organized or Qualified

10/23/1995

3b. State of Formation

FL

4. FEI Number

☐ Applied For

☐ Not Applicable

5. Date of Last Report

N/A

6. Certificate of Status Desired

☐

7. Name and Address of Current Registered Agent

VORBECK, CHRIS M ESQ.
LAW OFFICE OF CHRIS M. VORBECK, P.A.
1801 GLENGARY STREET
SARASOTA FL 34231

8. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

000001792340

-04724724 Code 11037-002

*FL 238.75 ***238.75

9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE

DATE

(Registered Agent Accepting Appointment) (NOTE: Registered Agent signature required when reinstating)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MGR	VORBECK, MICK	1801 GLENGARY STREET	SARASOTA FL
MGR	VORBECK, CHRIS M	1801 GLENGARY STREET	SARASOTA FL
Mem	Vorbeck, Cary S.	1801 Glengary Street	Sarasota FL

JAB

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:

Chris M. Vorbeck Chris M. Vorbeck 4/10/96 (941) 921-3124

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING MANAGER, MEMBER OR MANAGER

Date

Daytime Phone #