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____ ☒ Water Street Office

William R. West
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February 15, 1996

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

700001717087
-02/16/96--01063--001
*****285.00 *****285.00

Re: Casselberry Golf Club, LC

Dear Sir/Madam:

Enclosed please find a fully-executed original and one copy of each of the following:

1. Articles of Organization for Casselberry Golf Club, LC.
2. Certificate of Designation of Registered Agent/Registered Office for Casselberry Golf Club, LC.
3. Affidavit of Membership and Contributions for Casselberry Golf Club, LC.

Further enclosed is our check in the amount of \$285.00 made payable to the Florida Department of State as the filing fee. Please proceed to promptly file the enclosures. I would also ask that you date and file-stamp the enclosed copy of each of these submittals and return the same to the undersigned in the enclosed self-addressed, stamped envelope.

If you have any questions with respect to the foregoing, please contact the undersigned at (414) 273-7000. Thank you for your attention to this matter.

Very truly yours,

von BRIESEN, PURTELL & ROPER, s.c.

William R. West

William R. West

WRW/vrl

encl.

cc: Andrew H. McEachron (via facsimile and U.S. mail)

WRW/SOS.ltr

RM
FEB 20 1996

96 FEB 16 8:55 AM
TALLAHASSEE
FLORIDA
FEB 16 1996

ARTICLES OF ORGANIZATION

FOR

CASSELBERRY GOLF CLUB, LC
a Florida Limited Liability Company

FILED
96 FEB 16 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the limited liability company is **Casselberry Golf Club, LC**.

ARTICLE II - Address

The mailing address and street address of the principal office of the limited liability company is 300 South Triplett Lake Drive, Casselberry, Florida 32707.

ARTICLE III - Duration

The period of duration for the limited liability company shall be perpetual.

ARTICLE IV - Management

The limited liability company is to be managed by a manager or managers, and the names and addresses such managers who are to serve as the initial managers of the limited liability company are:

Robert L. Secrist, III
1781 Sunnyside Drive
Maitland, Florida 32751

Michael J. Kennedy
2011 Geronimo Trail
Maitland, Florida 32751

Stuart Levanthal
651 East Lake Drive
Altamonte Springs, Florida 32701

ARTICLE V - Admission of Additional Members

The admission of additional members to the limited liability company shall require the consent and shall be on such terms and conditions as are determined by a vote of not less than seventy-five percent (75%) of the interests of the then existing members of the limited liability company.

ARTICLE VI - Members' Rights to Continue Business

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company on the death, bankruptcy or dissolution of a member or the occurrence of any other event as specified in the regulations of the limited liability company which results in the disassociation of a member from the limited liability company, upon the written consent of not less than seventy-five percent (75%) of the interests of such remaining members to continue the business of the limited liability company.

Executed this 15th day of February, 1996.


William R. West, Authorized Representative
of a Member

This document was drafted by and
the return copy should be mailed to:

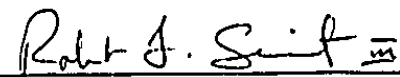
William R. West, Esq.
von Briesen, Purtell & Roper, s.c.
735 North Water Street
Milwaukee, Wisconsin 53202
(414) 273-7000

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE
FOR
CASSELBERRY GOLF CLUB, LC,
a Florida limited liability company**

Pursuant to the provisions of § 608.415 of the Florida statutes, the undersigned limited liability company submits the following statement in designating its registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is **Casselberry Golf Club, LC.**
2. The name and address of the registered agent and office is:
Robert L. Secrist, III
300 South Triplett Lake Drive
Casselberry, Florida 32707

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.



Robert L. Secrist, III

Date: 2/14/96

**AFFIDAVIT OF MEMBERSHIP
AND CONTRIBUTIONS**

FOR

CASSELBERRY GOLF CLUB, LC
a Florida limited liability company

STATE OF WISCONSIN)
) ss
MILWAUKEE COUNTY)

The undersigned, an authorized representative of a member of Casselberry Golf Club, LC, deposes and says:

1. Casselberry Golf Club, LC has or will have at least two (2) members.
2. The total amount of cash to be contributed initially by the members is \$765,000.
3. The total amount of cash or other property anticipated to be contributed by members is \$765,000. This total includes the amount from No. 2 above.

William R. West
William R. West, Authorized Representative
of a Member

Subscribed and sworn to before me
this 15th day of February, 1996.

Virginia Lane
Notary Public, State of Wisconsin
My commission expires 1-10-99.

FILED
96 FEB 16 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA