

MAR-29-1996 11:37 AM  
TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
1425 E. GAIL BREE  
TALLAHASSEE FL 32399  
FAX: (904) 922-4000  
FROM: EMPIRE CORPORATE KIT COMPANY  
1425 E. GAIL BREE  
MIAMI FL 33135-302-  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3094  
FAX: (305) 541-3770

(((H96000004529)))  
DOCUMENT TYPE: LIMITED LIABILITY COMPANY  
NAME: CALUSA COUNTRY ULB, L.C.  
FAX AUDIT NUMBER: H96000004529  
DATE REQUESTED: 03/29/1996  
CERTIFIED COPIES: 0  
NUMBER OF PAGES: 5  
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TIME REQUESTED: 10:41:30  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 072450003255

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(((H96000004529)))  
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NUM Connect: 00:10:3

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MAR 29 PM 1:46

DEPT OF CORPATIONS

W96-6930  
1126-Statement of Mar  
4/3

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 APR -3 AM 10:59

FILED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 1, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: CALUSA COUNTY CLUB, I.C.  
REF: W96000006930

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

If the limited liability company will be managed by a manager or managers, a statement to that effect is required as well as the names and street addresses of such managers who are to serve as managers; or if the management is reserved to the members, a statement to that effect is required as well as the names and street addresses of the managing members.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: E96000004529  
Letter Number: 296A00014713

ARTICLES OF ORGANIZATION  
OF  
CALUSA COUNTRY CLUB, L

FILED  
96 APR -3 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Limited Liability Company, being 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 shall be:  
CALUSA COUNTRY CLUB, L.C.

ARTICLE II  
PRINCIPAL OFFICE

The Principal Office shall be located at 9400 SW 130 AVENUE, MIAMI, FLORIDA 33186 or such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with law.

ARTICLE III  
TERM

This Limited Liability Company shall have perpetual existence.

Prepared By David A. Rosenblatt  
Florida Bar No.: 253758  
9190 Sunset Drive  
Miami, Florida 33173  
Telephone: (305) 595-3444

525600000964

ARTICLE IV

This Limited Liability Company will be managed by two members. The list of names and addresses of the individuals who will serve as managers are:

NAME	ADDRESS
Paul Visaggio	14048 SW 83 Place, Miami, Florida
James W. Hall	4300 South US Highway, Ste 203-308 Jupiter, Florida 33477

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami, Dade County, Florida, this 27th day of March, 1996.

  
JAMES W. HALL

STATE OF FLORIDA )  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, this day personally appeared JAMES W. HALL, to me well known to be the individual described in and who executed the foregoing Articles of Limited Liability Company of CALUSA COUNTRY CLUB, L.C., and he acknowledged before me that he signed and executed the same for the purposes stated therein.

SWORN TO AND SUBSCRIBED before me this 27th day of March, 1996.



L. K. VALLE MEDIAYLLA  
Notary Commission CO43984J  
Expires Feb. 03, 1998  
Succeeded by ANS  
SUU-000-0070

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:

525600000964

HA6000004529

CERTIFICATE ACCEPTING DESIGNATION  
OF  
REGISTERED AGENT

I, James W. Hall, hereby certify that I have accepted the designation as Registered Agent of Calusa Country Club, I.C., and agree to serve as its agent to accept service of process within the State at its Registered Office.

  
James W. Hall

FILED  
96 APR -3 12 10:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**AFFIDAVIT**

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JAMES W. HALL, who having produced his Florida drivers license as identification and having taken an oath, deposes and says:

1. The Limited Liability Company formed in the name of Calusa Country Club, L.C., has at least two members.

2. The amount of cash contributed by the members as of formation is \$500.00 by each member.

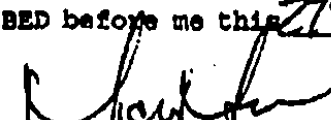
3. The amount of cash or property anticipated to be contributed by the members is Two Million Eight Hundred Thousand Dollars.

4. The total amount of 2 and 3 is Two Million Nine Hundred Thousand Dollars.

FURTHER AFFIANT SAYETH NOT.

  
JAMES W. HALL, Affiant

SWORN TO AND SUBSCRIBED before me this 27th day of March, 1996

  
Notary Public, State of Florida

FILED  
96 APR -3 10:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

My Commission Expires:



MICHELLE MCDEVILLA  
My Commission Expires Feb 08 1999  
Signed by ANS  
JCC-000-0070

This Instrument Prepared By:

DAVID A. ROSENBLATT, ESQ.  
9190 Sunset Drive  
Miami, Florida 33173  
Tel. (305) 595-3444

496000004529

L96000000382

JAN 20-1997 00:00 E 11:00 11:00 K1 03

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000001071 4))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000  
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694 FAX #1: (305)541-3770

NAME: CALUSA COUNTRY CLUB, L.C.  
AUDIT NUMBR.....H97000001071  
DOC TYPE.....LIMITED LIABILITY AMENDMENT  
CERT. OF STATUS..0 PAGES..... 3  
CERT. COPIES.....0 DEL.METHOD.. FAX  
EST.CHARGE.. \$52.50

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97 JUN 22 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~W97-1415~~

RECEIVED  
97 JUN 21 AM 9:49

00500, 00524, 00707, 00671  
Please verify the spelling of  
the new name.

Chynne  
Lynde

January 21, 1997

CALUSA COUNTRY CLUB, L.C.  
9400 S.W. 130TH AVENUE  
MIAMI, FL 33186

SUBJECT: CALUSA COUNTRY CLUB, L.C.  
REF: L96000000382

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the **complete document**, including the **electronic filing cover sheet**.

Please verify the spelling of the new corporate name.

We are enclosing the proper form(s) with instructions for your convenience.

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) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H97000001071  
Letter Number: 097A00002796



JAN-22-1997 14:02

EMPIRE CORPORATE KIT

H97000001071

**CERTIFICATE OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

(2)

CALUSA COUNTRY CLUB, L.C.

(A Florida Limited Liability Company)

**FIRST:** The date of filing of the articles of organization was APRIL 3, 1996


**SECOND:** The following amendment(s) to the articles of organization was/were adopted by the Limited Liability company:

The name of the organization shall be amended as follows:

UNIVERSITY COUNTRY CLUB, L.C.,

Dated JANUARY 21, 19 97.

FILED  
97 JAN 22 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

  
\_\_\_\_\_  
JAMES W. HALL  
Type or printed name of person signing

Prepared By: David A. Rosenblatt, Esquire  
Florida Bar No.: 253758  
9190 Sunset Drive  
Miami, Florida 33173  
(305) 595-3444

H97000001071