

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0393 FAX

800-342-8086



PRESTICE HALL
LEGAL & FINANCIAL SERVICES

L960000000652

ACCOUNT NO. : 072100000032

REFERENCE : 987686, 4732152

AUTHORIZATION :

Patricia Piquit

COST LIMIT : \$ 346.25

ORDER DATE : June 14, 1996

ORDER TIME : 10:23 AM

ORDER NO. : 987686

CUSTOMER NO: 4732152

300001862973

CUSTOMER: Ms. Patty E. Davis
GARTNER BROCK & SIMON

Suite 203
1660 Prudential Drive
Jacksonville, FL 32207

DOMESTIC FILING

NAME: PREMIER GOLF ASSOCIATES, L.C.

EFFECTIVE DATE:

XXX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

FILED RECEIVED
96 JUN 14 AM 10:18
96 JUN 14 PM 4:09
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

Dmc 6/17/96

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networks

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509-1130-~~1111~~

W916-12776

DIVISION OF CORPORATION

96 JUN 14 AM 7:00

RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 14, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PREMIER GOLF ASSOCIATES, L.C.
Ref. Number: W96000012776

*Resubmit
6-14-96*

We have received your document for PREMIER GOLF ASSOCIATES, L.C. and check(s) totaling \$400.00. However, your check(s) and document are being returned for the following:

The corporate name must be identical throughout the document.

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 496A00029748

**ARTICLES OF ORGANIZATION FOR PREMIER GOLF ASSOCIATES,
L.C., A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is Premier Golf Associates, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is at 3901 Monument Road, Jacksonville, Florida, 32225.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be until December 31, 2006.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager who is to serve as manager is Hidden Hills Limited Partnership, a Florida limited partnership, 3901 Monument Road, Jacksonville, Florida, 32225.

ARTICLE V - Admission of Additional Members:

The right of the remaining members to admit additional members and the terms and conditions of the admissions shall be that no new members may be admitted without the consent of all members and compliance with the terms of the Operating Agreement.

ARTICLE VI - Members Rights to Continue Business:

The remaining members of the limited liability company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company only upon the written consent of all of the remaining members.

FILED
JUN 14 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF the following members have executed these Articles of Organization effective as of the 30th day of April, 1996.

HIDDEN HILLS LIMITED PARTNERSHIP

By: Donald Y. Carpenter
Donald Carpenter, General Partner

**QUEEN'S HARBOR CORPORATION, a
Florida corporation**

By: L. S. Galloway
Print name: Laine Galloway
GENERAL MANAGER

**WINDSOR PARKE GOLF LIMITED
PARTNERSHIP, a Florida limited partnership**

By: Group IV Golf, Inc., its general
partner

By: Gus Sankers
Gus Sankers, President

**HIDDEN HILLS LIMITED PARTNERSHIP,
a Florida limited partnership**

By: Donald Y. Carpenter
Donald Carpenter, General Partner

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF §608.415 OR §608507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Premium Golf Associates, L. C., a Florida limited liability company.
2. The name and address of the registered agent and office is:

Donald Carpenter
3901 Monument Road
Jacksonville, Florida 32225

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.

Donald Carpenter
Donald Carpenter

4-30-96
(Date)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED

96 JUN 14 AM 10:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of Premier Golf Associates, L.P., a Florida limited liability company.

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is \$10,000.00.

HIDDEN HILLS LIMITED PARTNERSHIP

By: Donald Carpenter
Donald Carpenter, General Partner