

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

NR 796-4879

Name	Availability
Document	Examiner
Updater	
Updater	Verifier
Acknowledgement	
W. P. Verifier	

REQUEST TAKEN CONFIRMED APPROVED
 DATE 10/25/96
 TIME 12:00
 BY CD
 WALK-IN Will Pick Up _____
 CK No. 10/28

RE: Miami National Golf Club, L.C.

	O.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File L.C.		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
() Cert. Copy(s)		
Photo Copy		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S -		
Fictitious Name File 100001931441--4		
	-10/30/96--01128--028	
Name Reservation	****105.00	****52.50
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit 100001931441--4		
Vehicle Search	-10/30/96--01128--028	
Driving Record	****285.00	****52.50
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		

SUBTOTALS

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL.....
 PREPAID.....
 BALANCE DUE.....

RECEIVED
 96 OCT 25 PM 12 20
 DIVISION OF CORPORATIONS

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE

Sandra D. Mortham
Secretary of State

October 11, 1996

CAPITAL CONNECTION, INC.

DONNA L. VINER
SEMET, LICKSTEIN, MORGENSTERN, ET AL.
201 ALHAMBRA CIRCLE, SUITE 1200
CORAL GABLES, FL 33134

The name MIAMI NATIONAL GOLF CLUB, LLC has been reserved for 120 days beginning October 11, 1996. The reservation number is R96000004879 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 596A00046402

2/1/97

**ARTICLES OF ORGANIZATION
OF
MIAMI NATIONAL GOLF CLUB, L.C.**

FILED
96 OCT 25 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the limited liability company formed hereby is **MIAMI NATIONAL GOLF CLUB, L.C**

ARTICLE II

The duration of the **MIAMI NATIONAL GOLF CLUB, L.C.** shall be until December 31, 2050, unless sooner dissolved.

ARTICLE III

The mailing address and street address of **MIAMI NATIONAL GOLF CLUB, L.C.** is:

c/o R. Daniel Mays
15650 S.W. 83rd Avenue
Miami, Florida 33157

ARTICLE IV

The Registered Agent of Miami National Golf Club, L.C. and his address in the State of Florida is:

R. Daniel Mays
15650 S.W. 83rd Avenue
Miami, Florida 33157

ARTICLE V


The Members may admit additional Member: with the approval of a majority of the Members, on such terms and conditions as may be approved by the majority of the Members and the additional Member to be admitted.

ARTICLE VI


The remaining Members of MIAMI NATIONAL GOLF CLUB, L.C. have the right to continue the business of MIAMI NATIONAL GOLF CLUB, L.C. upon 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 MIAMI NATIONAL GOLF CLUB, L.C.

ARTICLE VII

MIAMI NATIONAL GOLF CLUB, L.C. is to be managed by two Managing Members. The first Managing Members to serve as such until their successors shall be elected and qualified shall be R. Daniel Mays, 15650 S.W. 83rd Avenue, Miami, Florida 33157, and ^{Stephen}~~Steven~~ Garchik, 9605 Sotweed Drive, Potomac, Maryland 20854.



R. Daniel Mays, Managing Member
Address: 15650 S.W. 83rd Avenue
Miami, Florida 33157



Stephen ~~Steven~~ Garchik, Managing Member
Address: 9605 Sotweed Drive
Potomac, Maryland 20854

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The undersigned, R. DANIEL MAYS and ^{STEPHEN}~~STEVEN~~ GARCHIK, Managing Members of Miami National Golf Club, L.C., say:

1. The above-named limited liability company has at least two Members.
2. The total amount of Cash contributed by the Members is \$1,000.00.
3. The agreed value of property other than cash contributed by members is \$0.00.
4. The total amount of cash anticipated to be contributed by Members in the future is \$934,000.

R. Daniel Mays
R. DANIEL MAYS, a Managing Member

Stephen Garchik
~~STEVEN~~^{STEPHEN} GARCHIK, a Managing Member

SWORN TO AND SUBSCRIBED before me this 24th day of Oct, 1996
by R. DANIEL MAYS, a Managing Member, ☒ who is personally known to me or ☐ who has
produced _____ as identification.

Fred K. Lickstein
Notary Public, STATE OF FLORIDA

Print Name: _____

My Commission Expires:



FRED K LICKSTEIN
My Commission CG433720
Expires Mar 02, 1999
Bonded by NFNU
800-224-6368

SWORN TO AND SUBSCRIBED before me this 23rd day of October, 1996
by ~~STEVEN~~ ^{STEPHEN} GARCHIK, a Managing Member ☒ who is personally known to me or ☐ who
has produced _____ as identification.

Kimberly K. Channing
Notary Public, STATE OF Virginia

Print Name: Kimberly K. Channing

My Commission Expires: 3.31.98

**CERTIFICATE OF DESIGNATION OF RESIDENT AGENT
AND ACCEPTANCE OF DESIGNATION**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating its Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is Miami National Golf Club, L.C.
2. The name and address of the Registered Agent and Office is:

c/o R. Daniel Mays
15650 S.W. 83rd Avenue
Miami, Florida 33157

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.



R. DANIEL MAYS, Registered Agent

Date: Oct 24, 1996

MIAMI NATIONAL GOLF CLUB, L.C.

By: 

R. Daniel Mays, a Managing Member

By: 

Steven Garchik, a Managing Member
Stephen

FILED
96 OCT 25 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA