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TALLAHASSEE, FL 32301-2607

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PRESTON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 145256 7118394

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 285.00

ORDER DATE : November 5, 1996

600002009106--6

ORDER TIME : 12:35 PM

ORDER NO. : 145256-005

CUSTOMER NO: 7118394

CUSTOMER: Mr. Bryan G. Lockwood
MR. BRYAN G. LOCKWOOD

1900 Colonial Drive

Pompano Beach, FL 33071

DOMESTIC FILING

NAME: GOLF COURSE CAPITAL PARTNERS,
LLC

EFFECTIVE DATE:

XXX ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
96 NOV 19 PM 1:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 NOV 19 PM 2:41
DIVISION OF CORPORATION

KR
11-20-96

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

FILED
95 NOV 19 PM 1:38
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TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is: GOLF COURSE CAPITAL PARTNERS, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 1900 COLONIAL DRIVE, POMPANO BEACH, FL 33071

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:
UNTIL DECEMBER 31, 2026

ARTICLE IV - Management:

(check and complete the appropriate statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/ are:

BRYAN G. LOCKWOOD
MARK O. JOLLY

1900 COLONIAL DRIVE, CORAL SPRINGS, FL 33071
1900 COLONIAL DRIVE, CORAL SPRINGS, FL 33071

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

ARTICLE V - Admission of Additional Members:

Shall be subject to the further agreement of a majority of the Members of the Company to admit additional Members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to 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 shall be:

ARTICLE VI - Members Rights to Continue Business:

Except as hereinafter provided hereunder, each of the Members agrees not to dispose, i.e., transfer, devise, convey, lease, mortgage, or otherwise encumber its undivided interest in any of the Company's assets, property or its Membership interest, without the written consent of the majority ownership of the other Members.

- (A) Upon the dissolution of a Member, its undivided interest may be transferred to a "related party" or to "related parties" (as such term is hereinafter defined). Notwithstanding any such transfer to a related party such transferee shall not have any rights in and to the Company except through the transferor Member. In the event of termination, dissolution or merger of a Member, the interest of such a Member may be transferred or assigned to any legal successor.
- (B) Subject to the provisions hereof, each of the Members shall have the right to transfer to a "related party" or to "related parties" or to legal successor, parent, subsidiaries, or owned or controlled legal entity, a share or all of its undivided interest in the Company in which event the party making such transfer shall deliver to the other parties, hereto, at least thirty (30) days prior to the making of such transfer, a copy of each and every instrument providing for such transfer. Whenever any party to this agreement or any "related party" or any other entity shall hereafter acquire any interest in the Company, such interest so acquired shall be subject to all of the terms of these Articles with the same force and effect as if such party, "related party", or entity had owned such interest at the time of the execution of these Articles.
- (C) "Related party" or "related parties" shall mean brothers, sisters, spouses, lineal descendants, spouses of lineal descendants, trustees for the benefit of any such persons, or partnerships or limited partnerships or corporations owned by any of the foregoing;
- (D) The term "parent", "subsidiaries", or "successor" shall refer to any legal entity which is so defined by the corporate code or laws of the State of Florida at the time of the proposed transfer;

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____
GOLF COURSE CAPITAL PARTNERS, LLC deposes and says:

- 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
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 10,000.00. This total includes amounts from 2 and 3 above.

Mark D. Yeller

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(7), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OF-
FICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: _____
GOLF COURSE CAPITAL PARTNERS, LLC

2. The name and address of the registered agent and office is:

MARK O. JOLLY

(Name)

11844 N.W. 11TH COURT

(P.O. Box not acceptable)

CORAL SPRINGS, FL 33071

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 NOV 19 PM 1:38

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*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.*

By:

MARK O. JOLLY

(Signature)

Nov. 14, 1996

(Date)