

Document Number Only

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 21 PM 1:39

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

300002100323--8
-02/27/97--01090--016
****285.00 ****285.00

Bollettieri Sports Medicine Center Limited Liability Co.

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Limited Liability Co. / Arts. | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> CUS | |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call if Problem | <input checked="" type="checkbox"/> Walk In | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out | |

Name Availability
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Acknowledgment
W.P. Verifier

2/21/97
308,1127,611
W97-4299

CR2E031 (1-89)

D. BROWN FEB 26 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 21, 1997

C T CORPORATION SYSTEM
660 EAST JEFFERSON STREET
TALLAHASSEE, FL 32301

SUBJECT: BOLLETTIERI SPORTS MEDICINE CENTER LIMITED LIABILITY
COMPANY
Ref. Number: W97000004299

We have received your document for BOLLETTIERI SPORTS MEDICINE CENTER LIMITED LIABILITY COMPANY and check(s) totaling \$. However, your check(s) and document are being returned for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the 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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 997A00009434

*please
make date
CT CORP*

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

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ARTICLE I - Name

The name of the Limited Liability Company is:

Bollettieri Sports Medicine Center Limited Liability Company

ARTICLE II - Address

The mailing address and, if different, the street address of the principal office of the Limited Liability Company is/are:

c/o Bollettieri Tennis And Sports Academy, Inc.
5500 34th Street West
Bradenton, Florida 34210

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be:

Thirty (30) years from the date of filing the Articles of Organization with the Secretary of State of Florida unless dissolved sooner pursuant to Exhibit "A" attached hereto.

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:

(1) Bollettieri Tennis And Sports Academy, Inc.
5500 34th Street West
Bradenton, Florida 34210

(2) Dr. William E. McComb
2828 S. Tamiami Trail
Sarasota, Florida 34239

ARTICLE V - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company is:

**C T CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, Florida 33324**

ARTICLE VI - Registered Office

The street address of the initial registered office of the Limited Liability Company is:

**c/o C T CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, Florida 33324**

***ARTICLE VII - 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: by the unanimous consent of the Members

***ARTICLE VIII - 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: by the unanimous consent of the remaining Members

February 6, 1997

(Date)

Bollettieri Tennis And Sports Academy, Inc.

By:

Peter A. Carfagna
(Signature of Member or the Authorized
Representative of a Member)

Senior
Staff V.P.

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of section 608.415, Florida Statutes, 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.

C T CORPORATION SYSTEM

By

Joyce A. Donahue
(Signature)
Joyce A. Donahue, Asst. Secretary

(Type Name of Officer)

(Title of Officer)

*(If applicable)

(FLA. - LLC 3207)

2-20-97

(Date)

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DIVISION OF REVENUE
STATE OF FLORIDA

EXHIBIT "A"

DISSOLUTION AND WINDING UP

Dissolution. Subject to the provisions of the Act, the Company shall be dissolved and its affairs wound up, upon the first to occur of the following events:

- (a) The expiration of the term of existence of the Company set forth in the Articles;
- (b) The unanimous written consent of all of the Members;
- (c) The Dissociation of any Member, unless the business of the Company is continued with the unanimous written consent of the remaining Members within seventy-five (75) days after Dissociation;
- (d) At any time that there cease to be two (2) or more Members; and
- (e) Upon entry of a decree of judicial dissolution.

Upon the occurrence of any Event of Dissolution, a certificate of dissolution containing the information required by the Act shall be delivered to the Florida Secretary of State for filing.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Bollettieri Sports Medicine Center Limited Liability Company deposes and says:

- 1) the above named liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 100.00 (\$50.00 from each member).
- 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 hereof.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 100.00. This total includes amounts from 2 and 3 above.

BOLLETTIERI TENNIS AND SPORTS ACADEMY, INC.

Peter A. Carfagna
Peter A. Carfagna

Senior Staff Vice President and Assistant Secretary

Signature of a member or authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)