



L97000000717

ACCOUNT NO. : 072100000032

REFERENCE : 443196 9666A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 285.00

ORDER DATE : June 26, 1997

ORDER TIME : 10:38 AM

ORDER NO. : 443196-005

CUSTOMER NO: 9666A

700002223747--6

CUSTOMER: Tim Haines, Esq
SIMMONS HART & SHEEHY, P.A.

P. O. Box 3310

Ocala, FL 34478-3310

DOMESTIC FILING

NAME: BEN'S HITCHING POST
CAMPGROUND, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

RECEIVED
97 JUN 26 PM 12:13
DIVISION OF CORPORATION

0664
00504 RAF

W97-14948
JUN 26 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 26, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: BEN'S HITCHING POST CAMPGROUND, L.C.
Ref. Number: W97000014948

RESUBMIT
Please give original
submission date as file date.

We have received your document for BEN'S HITCHING POST CAMPGROUND, L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

THE REGISTERED AGENT MUST BE CONSISTENT THROUGHOUT THE DOCUMENT.,

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 397A00033918

97 JUL -1 PM 11:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BEN'S HITCHING POST CAMPGROUND, L.C.**

The undersigned certify that we have associated ourselves together under and pursuant to *Florida Statutes § 608* entitled "*The Florida Limited Liability Company Act*" for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE 1.
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **BEN'S HITCHING POST CAMPGROUND, L.C.**, and its principal office shall be located at 2440 N.E. 115th Avenue, Silver Springs, Florida, 34488, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE 2.
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

- 2.1** To engage in any activity or business authorized under the Florida Statutes.
- 2.2** In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

**ARTICLES OF ORGANIZATION
of
BEN'S HITCHING POST CAMPGROUND, L.C.**

- 2.3 To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
- 2.4 To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
- 2.5 To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney in fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
- 2.6 To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the

**ARTICLES OF ORGANIZATION
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BEN'S HITCHING POST CAMPGROUND, L.C.**

furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

**ARTICLE 3.
EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company . This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

**ARTICLES OF ORGANIZATION
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**ARTICLE 4.
MANAGEMENT**

This limited liability company shall be managed by two managers. The name(s) and address(es) of the person(s) who shall serve until the first annual meeting of members or until their successor(s) are elected and qualified is as follows:

<i>PATRICIA SCHULTZ</i>	2440 N.E. 115th Avenue, Silver Springs, FL 34488
<i>LEROY SCHULTZ, SR.</i>	2440 N.E. 115th Avenue, Silver Springs, FL 34488

**ARTICLE 5.
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE 6.
CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$ 100,000 shall be paid to the limited liability company by the members in equal shares proportioned to their membership interest. Additional contributions will be made as required for investment purposes, as

**ARTICLES OF ORGANIZATION
of
BEN'S HITCHING POST CAMPGROUND, L.C.**

determined by unanimous consent of the members. Members will make contributions in proportion to their membership interest.

**ARTICLE 7.
PROFITS AND LOSSES**

- 7.1 Profit Sharing.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of conducting the business of the limited liability company. Each member shall be entitled to a distributive share of the profits in proportion to their membership interest. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the month and day of the commencement of business of the limited liability company.
- 7.2 Losses.** All losses that occur in the operation of the limited liability company business shall be paid out of the capital and the profits of the business of the limited liability company, or, if these sources are insufficient to cover such losses, by the members in proportion to their membership interest.

**ARTICLE 8.
DURATION**

This limited liability company shall exist until January 1, 2030, until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLES OF ORGANIZATION
of
BEN'S HITCHING POST CAMPGROUND, L.C.**

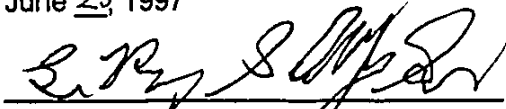
**ARTICLE 9.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 2440 N.E. 115th Avenue, Silver Springs, Florida 34488. The name of the company's initial registered agent at that address is PATRICIA A. SCHULTZ.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of BEN'S HITCHING POST CAMPGROUND, L.C.

Executed by the undersigned at Orlando, FL on the 25 day of June, 1997.


PATRICIA A. SCHULTZ as Trustee of the
Patricia A. Schultz Revocable Trust dated
June 25, 1997


LEROY SCHULTZ, SR. as Trustee of the
Leroy Schultz, Sr. Revocable Trust dated
June 25, 1997

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF MARION

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the *Florida Limited Liability Company Act*, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **BEN'S HITCHING POST CAMPGROUND, L.C.**

The name of the registered agent for **BEN'S HITCHING POST CAMPGROUND, L.C.** is **PATRICIA A. SCHULTZ** and the street address of the company's principal office where the agent is located is 2440 N.E. 115th Avenue, Silver Springs, Florida 34488.

This statement is to acknowledge that, as indicated above, **BEN'S HITCHING POST CAMPGROUND, L.C.**, has appointed me, **PATRICIA A. SCHULTZ**, its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated June 25, 1997


PATRICIA A. SCHULTZ

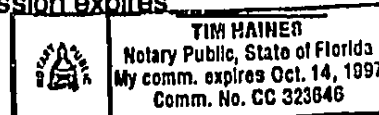
The foregoing instrument was acknowledged before me by **PATRICIA A. SCHULTZ** on behalf of **BEN'S HITCHING POST CAMPGROUND, L.C.**, a limited liability company, who is:

X personally know to me; OR
_____ has produced _____ as identification.

Dated this 25 day of June, 1997.


Print Name: _____
Notary Public, State of _____
Commission number _____
Commission expires _____

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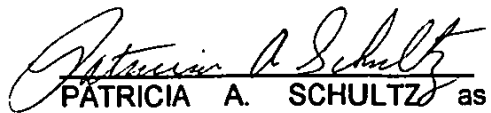


AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF MARION

In compliance with *Florida Statutes §608.407(2)*, the undersigned member or authorized representative of a member of BEN'S HITCHING POST CAMPGROUND, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$ 100,000⁰⁰.
3. If any, the agreed value of property other than cash contributed by the members is \$ — 0 —. A description of the property is attached as Exhibit "A" and made a part of this Affidavit.
4. The total amount of cash or property anticipated to be contributed by the members is 100,000⁰⁰. This total includes the amount from 2 and 3 above.


PATRICIA A. SCHULTZ as
Trustee of the Patricia A. Schultz
Revocable Trust dated June 25,
1997


LEROY SCHULTZ, SR. as Trustee
of the Leroy Schultz, Sr.
Revocable Trust dated June 25,
1997

FLORIDA
JUN 25 1997

X personally know to me; OR
_____ have produced _____ as identification.

Print Name: _____
Notary Public, State of _____
Commission number _____
Commission expires _____

NOTARY PUBLIC
THE MAINE
Notary Public, State of Maine
My comm. expires 12/31/2011
Comm. No. 00111111

9136425 M19:38
TALLAHASSEE, FLORIDA