L97000001056

TRANSMITTAL LETTER FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200002281852---8 -09/02/97--01012--002 *****293.75 *****293.75

SUBJECT:

Advantage Resort Marketing, L.C.

(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy.

Filing fee for articles of organization of Florida Limited Liability Company:

\$250.00 Filing fee for Articles of Organization and Affidavit \$ 35.00 Designation of Registered Agent

A letter of acknowledgement will be issued free of charge upon filing. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy is \$52.50. Please send one check for the total amount made payable to the Florida Department of State.

FROM:	Joseph P. St. John	
	Name (Printed or typed)	
	1125 US Highway 98 South, Suite 200	
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157	Lakeland, Florida 33801	FIL SEP 22 SETAN SETAN SETAN
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V	(941) 686-1400 Daytime Telephone number	
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 9, 1997

JODY ST. JOHN 1125 U.S. HWY. 98 S., STE. 200 LAKELAND, FL 33801

SUBJECT: ADVANTAGE MARKETING ASSOCIATES, L.C. Ref. Number: W97000020757

We have received your document for ADVANTAGE MARKETING ASSOCIATES, L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6878.

John Nedeau Document Specialist

Letter Number: 697A00044904

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Advantage Resort Marketing, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

1125 US Highway 98 South, Suite 200 Lakeland, Florida 33801

ARTICLE III - Duration:

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

Perpetual

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:

Manager: Joseph P. St. John

1125 US Highway 98 South, Suite 200

Lakeland, Florida 33801

Deputy Manager: James E. Carey III

1125 US Highway 98 South, Suite 200

Lakeland, Florida 33801

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:

| 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:

M IO II

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

	The undersigned member or authorized representative of a member	er of Advant	age	
	Resort Marketing, L.C.	leposes and sa	ys:	
1)	the above named limited liability company has at least two members	ers		
2)	the total amount of cash contributed by the member(s) is		\$ <u>10.000</u>	
	if any, the agreed value of property other than cash contributed by A description of the property is attached and made a part hereto.	member(s) is	\$ -0-	
4)	the amount of cash or property anticipated to be contributed by me	ember(s) is	\$0-	
5)	the total amounts of 2, 3 and 4 is		\$ 10,000	

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.)

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the limited liability company is: Advantage Resort Marketing, L	c.	
2.	The name and address of the registered agent and office is:	97 SEP	<u></u>
	Joseph P. St. John	24	
	(NAME) FOR STATE 1125 US Highway 98 South, Suite 200 (P. O. Box NOT ACCEPTABLE)	VM IO: 10	D
	Lakeland, Florida 33801 (CTTY/STATE/ZIP)		

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.

(Signature) 9/19/97 (Date)

Filing Fee: \$ 35 for Designation of Registered Agent