

Quarles & Brady

Ernett Center
300
4501
Naples
941/495-5955
FAX 495-4995

Attorneys at law in
Milwaukee and Madison, Wisconsin
West Palm Beach and Naples, Florida
Phoenix, Arizona

Peoples Attorneys
Brett A. B...
James T. Demar...
Robert E. Doyle...
Timothy G. Harris
Samuel J. Holland
John D. Humphreville
Kimberly L. Johnson
Thomas E. Maloney
F. Joseph McMackin, III
Mark H. Muller
David L. Petersen
Leo J. Salvatori
Joseph D. Zaks

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

December 3, 1997

Return to
P/W RSAP

ATIF

660 E. Jefferson Street, Suite 200
Tallahassee, FL 32301

Sent Via Federal Express

Re: The Club at Pelican Strand, L.C.

600002363396-3

-12/04/97-01086-022

***337.50 ***337.50

Gentlemen:

Enclosed are an original and one copy of the Articles of Organization for the Club at Pelican Strand, L.C., together with our check in the amount of \$337.50 for filing fees for the same. Please have these walked through the Secretary of State, and a Certificate of its Articles of Organization telefaxed to me tomorrow. The original of the same can be mailed by regular mail thereafter.

If any additional funds are needed for this filing, please advance same and bill Quarles & Brady accordingly and you will be reimbursed immediately.

Thank you in advance for your assistance. If you should have questions, please do not hesitate to call.

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DIVISION OF CORPORATIONS

Respectfully,

QUARLES & BRADY

Leo J. Salvatori

LJS/nj
Enclosures

QBNAP137004.1

CF \$ 285.00
CERT \$ 52.50

**ARTICLES OF ORGANIZATION OF
THE CLUB AT PELICAN STRAND, L.C.**

The undersigned hereby certify that we have associated ourselves together 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 be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be **THE CLUB AT PELICAN STRAND, L.C..**

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this limited liability company shall be 10621 Airport Pulling Road, Suite One, Naples, Florida 34109.

ARTICLE III

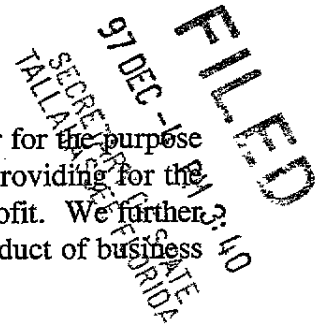
DURATION

This limited liability company shall exist until December 3, 2025, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the regulations adopted by the members.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by the members. The name and address of the managing member is as follows:



Leo J. Salvatori
4501 Tamiami Trail North
Suite 300
Naples, Florida 34103-3060

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TALLAHASSEE FLORIDA

ARTICLE V

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent of existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

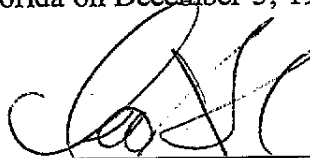
A member's interest in the limited liability company may be sold or otherwise transferred but only after the existing other members have waived their right of first refusal as more fully set out in the Regulations.

ARTICLE VI

MEMBERS' RIGHTS TO CONTINUE BUSINESS

The existence of the limited liability company will terminate upon 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, however, the remaining members shall have the right to continue the existence of the limited liability company upon the unanimous consent of such remaining members.

Executed by the undersigned at Naples, Florida on December 3, 1997.



LEO J. SALVATORI



JOSEPH D. ZAKS

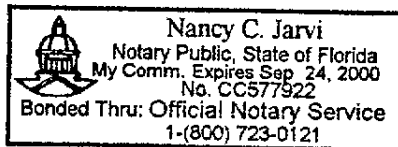
In accordance with § 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 3rd day of December, 1997, by LEO J. SALVATORI on behalf of **THE CLUB AT PELICAN STRAND, L.C.**, a limited liability company, who ☐ is personally known to me or ☐ who produced a driver's license as identification.

(SEAL)



Name: Nancy C. Jarvi

Notary Public Nancy C. Jarvi

My Commission Expires:

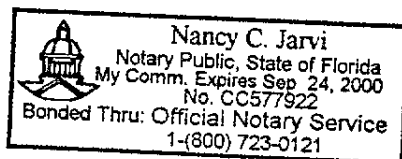
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TALLAHASSEE
SECRETARY OF STATE
FLORIDA

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 3rd day of December, 1997, by JOSEPH D. ZAKS on behalf of **THE CLUB AT PELICAN STRAND, L.C.**, a limited liability company, who ☐ is personally known to me or ☐ who produced a driver's license as identification.

(SEAL)



Name: Nancy C. Jarvi

Notary Public Nancy C. Jarvi

My Commission Expires:

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

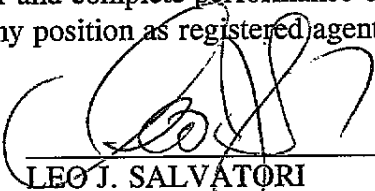
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED
AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **THE CLUB AT PELICAN STRAND, LLC.**

The name of the initial registered agent of the limited liability company is LEO J.
SALVATORI, and the address of the office of the registered agent is 4501 Tamiami Trail North,
Suite 300, Naples, FL 34103-3060.

REGISTERED AGENT ACCEPTANCE

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 that 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.



LEO J. SALVATORI
Registered Agent

Date: December 3, 1997

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
THE CLUB AT PELICAN STRAND, L.C.**

STATE OF FLORIDA

COUNTY OF COLLIER

Before me, the undersigned authority, personally appeared LEO J. SALVATORI, a Member of **THE CLUB AT PELICAN STRAND, L.C.**, who, being first duly sworn deposes and says:

1. That the limited liability company known as **THE CLUB AT PELICAN STRAND, L.C.** has at least two (2) members.
2. The total amount of cash contributed by members of **THE CLUB AT PELICAN STRAND, L.C.** is ONE HUNDRED DOLLARS (\$100.00) cash.
3. If any, property described as N/A at an agreed value of N/A has been contributed by members.
4. The total of cash and property anticipated to be contributed by members is ONE MILLION DOLLARS (\$1,000,000.00). This amount includes amounts from Paragraphs 2 and 3 above.

Further, Affiant sayeth naught.



LEO J. SALVATORI

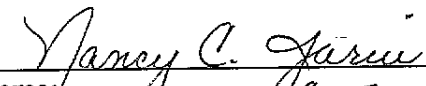
In accordance with § 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was sworn to and acknowledged before me this 3rd day of December, 1997, by LEO J. SALVATORI, who ☒ is personally known to me or, ☐ has produced a driver's license as identification.

(SEAL)




Name: Nancy C. Jarvi
Notary Public
Commission # _____
My Commission Expires: _____