

L98000000314

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAR 13 PM 4:55

U.S.A. Senior Golf
Tour, L.C.

✓ Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File 900002456849 - 6
-03/13/98 - 01069 - 017
Fictitious Name File ****337.50 - ****337.50
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
✓ Cert. Copy 7 _____
Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

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98 MAR 16 PM 12:55

RECEIVED
98 MAR 13 PM 1:11
DIVISION OF CORPORATIONS

Signature _____

Requested by: DR

Name _____

Date 3-13-98

Time 12:30

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RECEIVED

98 MAR 16 AM 11:31

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98 MAR 16 PM 12:55

March 13, 1998

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: U.S.A. SENIOR GOLF TOUR, L.C.
Ref. Number: W98000005687

We have received your document for U.S.A. SENIOR GOLF TOUR, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The AFFIDAVIT doesn't quite meet our requirements. Item 2 should state the total amount of cash contributed by the members -- NOT the amount that has been contributed by each member.

The law also requires that you tell us the amount of NON-CASH PROPERTY that has been contributed by the members. If none has been contributed, please simply add a statement saying "NO NON-CASH PROPERTY HAS BEEN 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 (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 298A00013843

Corrected

**ARTICLES OF ORGANIZATION
OF
U.S.A. SENIOR GOLF TOUR, L.C.**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

The name of the limited liability company shall be U.S.A. Senior Golf Tour, L.C. ("Company").

ARTICLE II

The mailing address and street address of the principal office of the company shall be P.O. Box 1568, Davenport, Florida 33836 and 4709 Crump Road, Suite #6, Lake Hamilton, Florida 33859, respectively.

ARTICLE III

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV

The name and street address of the registered agent of the company in the State of Florida is:

LARRY A. MACIEJEWSKI
4709 Crump Road, Suite #6
Lake Hamilton, Florida 33851

ARTICLE V

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

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ARTICLE VI

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is LARRY MACIEJEWSKI, 4709 Crump Road, Suite #6, Lake Hamilton, Florida 33851

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Lake Wales, Florida on this 11th day of March, 1998.


LARRY A. MACIEJEWSKI

William E. Johnson
WILLIAM E. JOHNSON

ORGANIZERS

FILED STATE
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98 MAR 16 PM 12:55

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 11th day of March, 1998, by LARRY A. MACIEJEWSKI, [] who is personally known to me or [X] who has produced drivers license as identification.

Brenda J. Kavelak
Notary Public/State of Florida at Large

My Commission Expires:

BRENDA J. KAVELAK
Notary Public, State of Florida
My comm. expires May 11, 1998
Comm. No. CC371816

(SEAL)

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 11th day of March, 1998, by WILLIAM E. JOHNSON, [] who is personally known to me or [X] who has produced drivers license as identification.

Brenda J. Kavelak
Notary Public/State of Florida at Large

My Commission Expires:

BRENDA J. KAVELAK
Notary Public, State of Florida
My comm. expires May 11, 1998
Comm. No. CC371816

(SEAL)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members or authorized representatives of a member of U.S.A. SENIOR GOLF TOUR, L.C. deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the Members is \$2,000.00.
3. No non-cash property has been contributed by the members.
4. The total amount of cash or property anticipated to be contributed by members is \$2,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANTS SAY NOTHING FURTHER

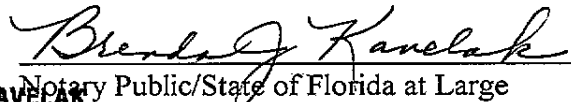
Dated: March 11, 1998


LARRY A. MACIEJEWSKI


WILLIAM E. JOHNSON

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 11th day of March, 1998, by LARRY A. MACIEJEWSKI, [] who is personally known to me or [X] who has produced drivers license as identification.


BRENDA J. KAVELAK
Notary Public/State of Florida at Large
Notary Public, State of Florida
My comm. expires May 11, 1998
Comm. No. CC371816

My Commission Expires:

(SEAL)

STATE OF FLORIDA
COUNTY OF POLK

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Brenda J. Kavelak

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of U.S.A. SENIOR GOLF TOUR, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the property and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

By *Larry A. Maciejewski*
LARRY A. MACIEJEWSKI