

L98000002259

TRANSMITTAL LETTER

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

400002662584--4
-10/13/98-01044-018
****285.00 ****285.00

SUBJECT: Leisure Destinations, L.L.C.
(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy of the articles of organization and a check for \$ 285⁰⁰ covering the following services:

☒ \$250.00
Filing Fee

☒ \$35.00
Designation of
Registered Agent

☐ \$52.50
Certified Copy

☐ \$8.75
Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: Lamar Conerly, Jr.
Name (Printed or Typed)

P.O. Box 175
Address

Destin, FL 32540
City, State & Zip

(850) 837-5118
Daytime Telephone number

Name	10/15/98
Availability	Dec
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Adm. no. judgement	DCC
P. Verifier	DCC

NOTE: Please provide the original and one copy of the articles.

FILED
98 OCT 13 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L98000002259

Same as
P98000054261

ARTICLES OF ORGANIZATION OF LEISURE DESTINATIONS, L.L.C.

The undersigned subscribers, hereby form a limited liability company under the laws of the State of Florida, Florida Statutes, Chapter 608 as follows:

ARTICLE I NAME

The name of this limited liability comp any shall be: Leisure Destinations, L.L.C.

ARTICLE II DURATION

This limited liability company shall exist perpetually, from the date of filing of these Articles with the Secretary of State.

ARTICLE III PURPOSE AND POWERS

This limited liability company is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This limited liability company any shall have all powers enumerated in Chapter 608 mentioned above.

ARTICLE IV PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of the limited liability company is at 186 Bayshore Drive, Destin, FL 32541.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 1234 Airport Road, Suite 111, Destin, FL 32541, and the name of the initial registered agent at that address is Lamar Conerly, Jr.

ARTICLE VI CAPITAL

The capital of the limited liability company shall exist in \$201,129.00 in cash. The total contribution to the limited liability company is \$201,129.00.

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ARTICLE VII
MANAGEMENT

The management will consist of one (1) manager. The name and address of the initial manager of the limited liability company is Ronald F. Ashley, 186 Bayshore Drive, Destin, Florida 32541.

Management shall be by the person above named.

ARTICLE VIII
QUORUM

A quorum of the managers consists of Seventy Five Percent (75%) of the total number of managers.

ARTICLE IX
MANAGEMENT ACTION

A majority of the Managers of the Company entitled to vote, proxy, shall be required for management action.

ARTICLE X
COMPENSATION OF MANAGERS

Compensation of management will be determined by unanimous vote of the managers.

ARTICLE XI
MANAGEMENT MEETINGS

No action by management can be taken without a meeting of the managers. All regularly scheduled management meetings must be proceeded by at least two days notice of meeting, setting forth the date, time, place and purpose of the meeting.

ARTICLE XII
SPECIAL MEETINGS

All special meetings of the managers must be proceeded by at least two days notice of meeting, setting forth the date, time, place and purpose of the meeting.

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TALLAHASSEE, FLORIDA

ARTICLE XIII
INITIAL MEMBERS

The names and addresses of the members of this limited liability company are as follows:

Vivian Ashley Trust U/A/D 3/15/93	Ashley Family Trust No. 1 U/A/D 6/01/84
Trustee: Richard Ashley	FBO Ronald F. Ashley
335 Millbank Road	Trustee: Richard Ashley
Bryn Mawr, Pennsylvania 19010	335 Millbank Road
	Bryn Mawr, Pennsylvania 19010

Ashley Family Trust No. 2 U/A/D 8/01/94
FBO Ronald F. Ashley
Trustee: Richard Ashley
335 Millbank Road
Bryn Mawr, Pennsylvania 19010

ARTICLE XIV
ADDITIONAL MEMBERS

The members of the limited liability company shall have the right to admit additional members upon unanimous written consent of all the members of the company existing at that time.

ARTICLE XV
MEMBERSHIP

All notices of annual membership meetings must include a detailed description of the purpose or purposes for which the meeting is called.

ARTICLE XVI
DISPOSAL OF ASSETS

The sale, lease, exchange or other disposal of all, or substantially all, of the company's property, with or without good will, other than in the usual and regular course of business, must be approved by unanimous vote of the members.

ARTICLE XVII
DISSOLUTION

Upon the death, retirement, resignation, expulsion or dissolution of any member of this limited liability company or the occurrence of any other event which terminates the continued membership of a member of the limited liability company, the limited liability company shall be terminated unless the business is continued by the consent of all remaining members.

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98 OCT 13 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE XVIII
TRANSFER OF INTEREST

A member may transfer that member's right to receive shares of profits and returns of capital contributions, but may not assign any of the rights to participate in the management or to be a member of the limited liability company unless prior written consent is obtained by the transferor from all remaining members.

ARTICLE XIX
REDEMPTION OF INTEREST

Should any member decide to resign from the company, and desires to sell his, her, or its entire interest in the company, that member shall first offer the interest to the remaining members of the company. If the company does not acquire his or her interest, that interest may be transferred to a third party, pursuant to the terms of Article XVIII.

ARTICLE XX
AMENDMENT OF OPERATING AGREEMENT

The power to amend the Operating Agreement is reserved exclusively to the unanimous vote of the members.

IN WITNESS WHEREOF, the undersigned, being a member hereinbefore named, has hereunto set its hand and seal on this the 9th day of October, 1998, for the purpose of forming a limited liability company to do business both within and without the State of Florida and does make and file in the Office of the Secretary of State of Florida these Articles of Organization and certify that the facts herein stated above are true.

Ashley Family Trust No. 1 U/A/D 6/01/84
FBO Ronald F. Ashley

By: *Richard Ashley*, Trustee
Richard Ashley, Trustee
Organizing Member

STATE OF Florida
COUNTY OF Wade

The foregoing instrument was acknowledged before me this 9 day of October, 1998, and who personally appeared Richard Ashley, as Trustee of the Ashley Family Trust No. 1 U/A/D 6/01/84 FBO Ronald F. Ashley, who is personally known to me or who produced the following identification: Pen # 24576-395 and did not take an oath.

WITNESS my hand and official seal in the State and County last aforesaid this 9 day of October, 1998.

Kenneth A. Schorr
NOTARY PUBLIC
My commission expires:

Kenneth A. Schorr
My Commission CC688035
Expires October 12, 2001

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

Pursuant to Section 608.415, Florida Statutes, the following is submitted: Leisure Destinations, L.L.C, desiring to organize under the laws of the State of Florida with its principal place of business at 186 Bayshore Drive, Destin, FL 32541, has named Lamar Conerly, Jr., as its agent to accept service of process within the State of Florida, whose address is 1234 Airport Road, Suite 111, Destin, FL 32541

Ashley Family Trust No. 1 U/A/D 6/01/84
FBO Ronald F. Ashley

By: 
Richard Ashley, Trustee
Organizing Member

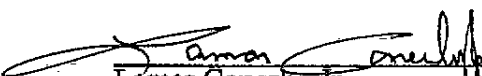
98 OCT 13 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE OF REGISTERED AGENT DESIGNATION

Having been named to accept service of process for the above named limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.

Dated this the 12th day of October, 1998.


Lamar Conerly, Jr.
Registered Agent

AFFIDAVIT

STATE OF Florida
COUNTY OF Dade

I, the undersigned member of Leisure Destinations, L.L.C., after being duly sworn, do depose and state the following:

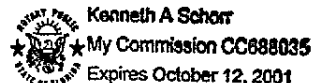
1. There are at least two (2) members of Leisure Destinations, L.L.C.
2. The total anticipated capital contribution to Leisure Destinations, L.L.C., is cash with a value of \$201,129.00.
3. There is no contribution of property other than that listed in paragraph 2 above.
4. The future capital anticipated to be contributed is unknown.

Ashley Family Trust No. 1 U/A/D 6/01/84
FBO Ronald F. Ashley

By: Richard Ashley, Trustee
Richard Ashley, Trustee
Organizing Member PA 02#
24576-395

Sworn to and subscribed before me on this the 9 day of October, 1998.

Kenneth A. Schorr
NOTARY PUBLIC
My commission expires: 10/12/01



FILED
98 OCT 13 PM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA