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FILINGS, INC. TERESA F	ROMAN		
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TALLAHASSEE, FLORIDA 3	2308 (904) 385-6735	OFFICE USE ONLY	
(City, State, Zi	p) (Phone #)		_
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CORPORATION NAI	ME(s) & DOCUMENT NU	MBER(S) (if known):	
1. Grand La	ka RY Resort,	104.0	
(Corpora	ition Name)	(Document #)	
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(Corporation Name)		(Document #)	-
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Mail out	Will wait Photocopy	Certificate of Status	· · · ·
NEW FILINGS	AMENDMENTS	98 OCT	ENSEC
Profit	Amendment		로쮸 그글 <u>+</u>
NonProfit	Resignation of R.A., Office	cer/Director	
timited Liability	Change of Registered Ag	ent	중 위 O
HARRIESIESTION)	Dissolution/Withdrawal	<u>ಭ</u>	STATE
Other	Merger		<u>-</u> -
OTHER FILINGS	REGISTRATION/ QUALIFICATION	Name Availability	
Annual Report	Foreign	Document Examiner	
Fictitious Name	Limited Partnership	Updater	
Name Reservation	Reinstatement	Updaler /	
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	Other	Acknowledgement Examiner's Initials	
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ARTICLES OF ORGANIZATION OF GRAND LAKE RV RESORT, L.L.C.

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 -- NAME

The name of the limited liability Company shall be Grand Lake RV Resort, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be c/o Robert S. Forman, Esquire, 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309.

ARTICLE III -- DURATION

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.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Robert S. Forman, Esquire, 2101 West Commercial Boulevard, Suite 4100, Fort Lauderdale, Florida 33309.

ARTICLE V -- CAPITAL CONTRIBUTIONS

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

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

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

ARTICLE VII -- ADMISSION OF NEW MEMBERS

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 -- TERMINATION OF EXISTENCE

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 is at least one remaining member.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by the members 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 names and address of the members of the Company are

NAME

ADDRESS

Richard G. Schaub, Jr.

2922 Cardinal Drive Vero Beach, Florida 32963

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Fort Lauderdale, Florida, on this <u>13</u> day of October 1998.

Name of Organizer: Robert S. Forman, Esquire

Grand Lake LLC. Articles

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Grand Lake RV Resort, L.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 proper and complete performance of his duties, and is familiar with and accept the obligations of the position of registered agent.

Name: Robert S. Forman, Esquire

Registered Agent

Grand Lake. RA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Grand Lake RV Resort, L.L.C., deposes and says:

- 1. The above named limited liability company has at least one member.
- 2. The total amount of cash contributed by the members is \$100.00.
- 3. If any, the agreed value of property other than cash contributed by member(s) is \$ -0-.
- 4. The total amount of cash or property anticipated to be contributed by members is \$100.00.

 This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: October /3, 1998

Name: Robert S. Forman, Esquire

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