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AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

OFFICE USE ONLY

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 15 PM 12:25

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. **V.I.P. GOLF ACADEMY L.L.C.**

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

☐ Walk-In ☐ Pick up time ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Name Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Director Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
P. Verifier	<i>[Signature]</i>

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-12/15/98--01053--020

****285.00 ****285.00

Examiner's Initials

RECEIVED
98 DEC 15 PM 11:10

ARTICLES OF ORGANIZATION
OF
V.I.P. GOLF ACADEMY L.L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 15 PM 12:25

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be **V.I.P. GOLF ACADEMY L.L.C.**, ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 7352 Pine Creek Way, Port Saint Lucie, Florida 34986 and the mailing address shall be 1700 Rim Rock Street, Golden Colorado 80401.

ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 30 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to establish and operate a golf academy and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.



343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479
<http://www.amerilawyer.com>

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is AmeriLawyer®, at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Company is AmeriLawyer®, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 7 - MANAGEMENT

The Managers of the Company shall be:

Operating Manager:	Earl Svenningsen
Vice Operating Manager:	Brad Yates
Secretary:	Lynn Svenningsen
Treasurer:	Brad Yates

whose addresses shall be the same as the mailing address of the Company.

ARTICLE 8 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). 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 member(s) 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 9 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon 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 one remaining member.



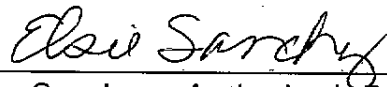
ARTICLE 10 - MEMBERS

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) 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 member(s) of the Company are:

Earl Svenningsen
1700 Rim Rock Street
Golden Colorado 80401

Brad Yates
7352 Pine Creek Way
Golden Colorado 80401

IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Coral Gables, Florida, for the foregoing uses and purposes, this December 14, 1998.



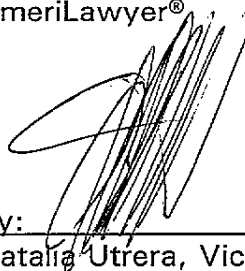
Elsie Sanchez, Authorized Representative of the
Members



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

AmeriLawyer®, having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

AmeriLawyer®



By: _____

Natalia Utrera, Vice President



AMERILAWYER®

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF V.I.P. GOLF
ACADEMY L.L.C.**

The undersigned member or authorized representative of a member of
V.I.P. GOLF ACADEMY L.L.C. deposes and says:

1. the above named limited liability company has at least one member.
2. the total amount of contributions of the member(s) to V.I.P. GOLF
ACADEMY L.L.C. is as follows:
 - 2.1 Cash: \$10,000.00
 - 2.2 Property: \$0.00
A description of the property is attached and made a part
hereof.
 - 2.3 Promissory Note: \$0.00
 - 2.4 Services Rendered: \$0.00
3. the total amount of other obligations to contribute to V.I.P. GOLF
ACADEMY L.L.C. is as follows:
 - 3.1 Cash: \$0.00
 - 3.2 Property: \$0.00
A description of the property is attached and made a part
hereof.
 - 3.3 Services to be Performed: \$0.00

Elsie Sanchez

Signature of a member or authorized representative

(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.)

Elsie Sanchez

Typed or printed name of above signee



PROPERTY EXHIBITS

Description of the Property Listed in 2.2 of the Affidavit of Membership and Contributions of V.I.P. GOLF ACADEMY L.L.C. is as follows:

none

Description of the Property Listed in 3.2 of the Affidavit of Membership and Contributions of V.I.P. GOLF ACADEMY L.L.C. is as follows:

none

