



THE UNITED STATES  
CORPORATION  
COMPANY

L980000003457

ACCOUNT NO. : 072100000032

REFERENCE : 076054 156300A

AUTHORIZATION :

COST LIMIT : \$ ADD

ORDER DATE : December 22, 1998

ORDER TIME : 3:58 PM

ORDER NO. : 076054-005

CUSTOMER NO: 156300A

CUSTOMER: Mr. Jones Ii Osborn  
OSBORN MALEDON, PA  
OSBORN MALEDON, PA  
The Phoenix Plaza, Suite 2100  
2929 North Central Avenue  
Phoenix, AZ 85012-2794

900002720049--3  
-12/23/98--01002--022  
\*\*\*\*495.00 \*\*\*\*495.00

-name not avail.

DOMESTIC FILING

NAME: FLORIDA RESORTS, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX-4 CERTIFIED COPY (yes 4 copies, PLEASE)  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

Name
Availability
Document
Examiner
Updater
Updater
Verifier
Acknowledgement
W. P. Verifier

FC 600  
L98-3457

789,2544,671  
98 DEC 22 PM 10:52  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FF \$285.00  
CC \$210.00  
495.00  
RECEIVED  
59 DEC 22 PM 4:13  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 23, 1998

CSC

TALLAHASSEE, FL

SUBJECT: FLORIDA RESORTS, L.L.C.  
Ref. Number: W98000028677

We have received your document for FLORIDA RESORTS, L.L.C. and your check(s) totaling \$495.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6911.

Brenda Tadlock  
Sr. Corporate Section Administrator

Letter Number: 798A00060189

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DIVISION OF CORPORATIONS  
98 DEC 22 AM 10:32

## ARTICLES OF ORGANIZATION

### OF

FLORIDA RESORT COMMUNITIES, L.L.C.

In order to form a limited liability company under the laws of the State of Florida, the undersigned state as follows:

1. The name of the limited liability company is  
Florida Resort Communities, L.L.C.
2. The duration of the limited liability company shall be perpetual.
3. The mailing address and the street address of the principal office of the company is  
c/o Monument Properties, Inc.  
10640 N. 28<sup>th</sup> Drive  
Suite C-107  
Phoenix, Arizona 85029
4. The name and street address of the company's initial registered agent in the state is  
Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.
5. New members may be admitted only with the consent of all members.
6. The remaining members of the company may continue the business of the company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.
7. Management of the company is vested in the members.

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8. The name and address of the managing member at the time of formation of the limited liability company is:

Monument Properties, Inc.  
10640 N. 28<sup>th</sup> Drive  
Suite C-107  
Phoenix, Arizona 85029

DATED this 21<sup>st</sup> day of Dec., 1998.

MONUMENT PROPERTIES, INC.,  
an Arizona corporation

By: *Hugh W. Jones*  
Its: Secretary/Treasurer

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the Limited Liability Company is:

Florida Resort Communities, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company  
(Name)

1201 Hays Street  
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee                      FL                      32301  
City/State/Zip

*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 this 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.*

CORPORATION SERVICE COMPANY

By: Laura R. Dwyer

(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Florida Resort  
Communities, L.L.C. certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 100.00;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A;  
(A description of the property is attached and made a part hereto.)  
and

4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 100.00.  
(This total includes amounts from 2 and 3 above.)

MONUMENT PROPERTIES, INC., an Arizona corporation,  
managing member

By: Hugh W. Jones Its: Secretary/Treasurer

**Signature of a member or an authorized representative of a member.**

(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.)

Hugh W. Jones

Typed or printed name of signee

**Filing Fee: \$250.00 for Application and Affidavit**

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