

(FRI) 1.15'99 11:10/ST. 11:09/NO. 4260823134 P 2

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

From:

Account Name : FOLEY & LARDNER OF TAMPA
Account Number : 071344001620
Phone : (813) 229-2300
Fax Number : (813) 221-4210

CKT - Innisbrook, L.L.C.

Certificate of Status	1
Certified Copy	0
Page Count	056
Estimated Charge	\$293.75

FILED
99 JAN 15 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	11/15/99
Responsibility	Dec
Electronic Filing	
Uploder	3
Uploder Verifier	3
Acknowledgement	DCC
W.P. Verifier	DCC

L99000000256

OK

FROM

(FRI) 1.15'99 11:10/ST. 11:09/NO. 4260823134 P 3

((H99000001203 1)))

**ARTICLES OF ORGANIZATION
OF
CKT - INNISBROOK, L.L.C.**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby adopt the following Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is CKT - INNISBROOK, L.L.C. (the "Company").

ARTICLE II

Period of Duration

The Company's existence shall terminate not later than January 1, 2049, unless it is terminated earlier by the terms of these Articles of Organization.

ARTICLE III

Purposes and Powers

The Company is authorized 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.

ARTICLE IV

Mailing Address and Street Address of Principal Office

The mailing and street address of the Company shall be 201 E. Kennedy Blvd., Suite 1400, Tampa, Florida 33602.

Bruce M. Rodgers, Esquire
Foley & Lardner
100 N. Tampa St., Suite 2800
Tampa, Florida 33601
(813) 225-4106
Florida Bar No: 0908215

((H99000001203 1)))

FILED
99 JAN 15 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM

(FRI) 1.15'99 11:11/ST. 11:09/NO. 4260823134 P 4

((H99000001203 1)))

ARTICLE V

Registered Agent

The Registered Agent for the Company shall be Cindy Knott Taylor 201 E. Kennedy Blvd., Suite 1400, Tampa, Florida 33602.

ARTICLE VI

Requirements for Admission of Additional Members

No additional members shall be admitted to the Company except with the unanimous written consent of all the then existing members of the Company and upon such terms and conditions as determined by all such members.

ARTICLE VII

Dissolution and Right to Continue Business

The Company shall be dissolved upon the first to occur of the following:

- a. the expiration of the term of the Company;
- b. the unanimous written consent of all the Company's members;
- c. the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company, unless the remaining members of the Company unanimously consent to the continuation of the Company's business.

ARTICLE VIII

Management

The Company shall be managed by a manager. The name and address of the manager who shall serve as manager until the first annual meeting of the Company's members or until their successors are elected and qualify is:

Cindy Knott Taylor
201 E. Kennedy Blvd.
Suite 1400
Tampa, Florida 33602

((H99000001203 1)))

FILED
99 JAN 15 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM

(FRI) 1.15'99 11:11/ST. 11:09/NO. 4260823134 P 5

((H99000001203 1)))

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this
11th day of January, 1999.

CKT - INNISBROOK, L.L.C.


BY: Cindy Knott Taylor, Manager

FILED
99 JAN 15 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H99000001203 1)))

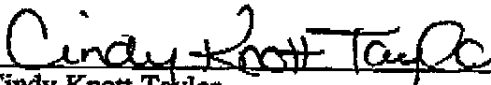
FROM

(FRI) 1.15' 99 11:11/ST. 11:09/NO. 4260823134 P 6

((H99000001203 1)))

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of CKT - INNISBROOK, L.L.C., as the Registered Agent of this limited liability company, hereby consents to and accepts the appointment as Registered Agent of the Company and is familiar with and accepts the obligations of this position.


Cindy Knott Taylor

FILED
99 JAN 15 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H99000001203 1)))

FROM

(FRI) 1.15'99 11:11/ST. 11:09/NO. 4260823134 P 7

((H99000001203 1)))

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of CKT - INNISBROOK, L.L.C. (the "Company") hereby declares that:

- 1) the Company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$10,000;
- 3) the agreed value of property other than cash contributed by the members is none;
- 4) the amount anticipated to be contributed by the members is none.

IN WITNESS WHEREOF, this Affidavit of Membership and Contributions is executed this 11th day of January 1999 under penalties of perjury.

CKT DEVELOPMENT CO.


BY: Cindy Knott Taylor, President

FILED
99 JAN 15 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H99000001203 1)))