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FROM HODGSON & RUSS

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Account Name : HODGSON, RUSS, ANDREWS, ET AL
Account Number : 072720000242
Phone : (561) 394-0500
Fax Number : (561) 394-3862

LIMITED LIABILITY COMPANY


J.P. SCHUMACKER HOLDINGS OF FLORIDA, LLC

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FROM-HODGSON & RUSS

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Paul R. Comeau
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Stephen M. Newman

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April 15, 1999

VIA FACSIMILE NO. (850) 922-4003

Secretary of State
Corporation Division
409 E. Gaines Street
Tallahassee, Florida 32302

Dear Sir/Madam:

Re: **J. P. Schumacker Holdings of Florida, LLC**

Attached are the Articles of Organization for J.P. Schumacker Holdings of Florida, LLC hereby submitted for electronic filing.


Please charge our account accordingly and forward the certified copy of the undersigned via facsimile at (561) 394-3862.

If you have any questions, please call 1-800-331-1025.

Very truly yours,

HODGSON, RUSS, ANDREWS, WOODS & GOODYEAR, LLP

By:


Tracey A. Testa
Corporate Paralegal

tat

Attachment
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**ARTICLES OF ORGANIZATION
FOR
J.P. SCHUMACKER HOLDINGS OF FLORIDA, LLC**

**ARTICLE I
NAME**

The name of the limited liability company is J.P. SCHUMACKER HOLDINGS OF FLORIDA, LLC (the "LLC").

**ARTICLE II
DURATION**

The period of duration for the LLC shall be perpetual.

**ARTICLE III
ADDRESS**

The mailing address and the street address of the principal office of the LLC is 1389 NW 136th Avenue, Sunrise, Florida 33323.

**ARTICLE IV
INITIAL REGISTERED AGENT**

The name and the street address of the initial registered agent of the LLC in the State of Florida are:

Barbara Flynn
1389 NW 136th Avenue
Sunrise, Florida 33323

THIS INSTRUMENT PREPARED BY:
Susan K. Baumel, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
2000 Glades Road
Suite 400
Boca Raton, Florida 33431
Florida Bar No. 284351

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**ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS**

The right of the members to admit additional members and the terms and conditions of the admissions shall be pursuant to a unanimous vote of the members.

**ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The right of the remaining members of the LLC to continue the business 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 LLC if within 120 days after such event the LLC is continued by the vote or written consent of the remaining members.

**ARTICLE VII
MANAGEMENT**

The LLC is to be managed by its member, and the name and address of such member who is to serve until the first annual meeting of its members or until its successors are elected and qualified is:

1849-530

Schumacker Recreation Company, LLC
1389 NW 136th Avenue
Sunrise, Florida 33323

IN WITNESS WHEREOF, the undersigned made and executed these Articles
Organization this 15 day of April, 1999.

**SCHUMACKER RECREATION
COMPANY, LLC**

By: 
Joseph P. Schumacker, President

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of J.P. Schumacker Holdings of Florida, LLC certifies:

1. the above named LLC has at least one member;
2. the total amount of cash contributed by the member 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

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Under the penalties of perjury the undersigned declares that the information stated above is true, to the best of its knowledge and belief.

Dated: April 15, 1999

**SCHUMACKER RECREATION
COMPANY, LLC**

By: Joseph P. Schumacker
Joseph P. Schumacker, President

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.

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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 J. P. Schumacker Holdings of Florida LLC
2. The name and the Florida street address of the registered agent are:

Barbara Flynn
1389 NW 136th Avenue
Sunrise, Florida 33323

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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, the undersigned hereby 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 her duties, and she is familiar with and accepts the obligations of her position as registered agent.


Barbara Flynn

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