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July 13, 1999

VIA FEDERAL EXPRESS

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

400002930694-7  
-07/14/99-01033-007  
\*\*\*\*337.50 \*\*\*\*337.50

Re: **Organization of Astor Landing, L.L.C.**  
**Our File #3347-53**

Dear Sir or Madam:

In connection with the above, I have enclosed an original and one copy of Articles of Organization for *Astor Landing, L.L.C.* together with this firm's check in the amount of \$337.50 for filing the Articles and providing me with a certified copy of the same.

Thank you for your cooperation and assistance with this matter. Please contact me if you have any questions concerning this corporation.

Sincerely,

  
Gidget A. Zook, Legal Assistant

gaz

Enclosures

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Availability	
Signature	CR
Initials	CR
First Name	CR
Last Name	CR
Address	CR
City	CR
State	CR
Zip	CR
Phone	CR
Fax	CR
E-mail	CR
Other	CR



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 13, 1999

GIDGET A. ZOOK  
GRAHAM, CLARK, JONES BUILDER  
P.O. DRAWER 1690  
WINTER PARK, FL 32790

SUBJECT: ASTOR LANDING, L.L.C.  
Ref. Number: W99000016807

We have received your document for ASTOR LANDING, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

The document must contain the names and street addresses of the members or managers of the limited liability company.

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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 699A00041069

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DIVISION OF CORPORATIONS  
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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 21, 1999

GIDGET A. ZOOK  
GRAHAM, CLARK, JONES BUILDER  
P.O. DRAWER 1690  
WINTER PARK, FL 32790

SUBJECT: ASTOR LANDING, L.L.C.  
Ref. Number: W99000016807

We have received your document for ASTOR LANDING, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include the period of duration, which may be perpetual.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 899A00037348

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# GRAHAM, CLARK, JONES, BUILDER, PRATT & MARKS

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August 11, 1999

## VIA FEDERAL EXPRESS

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

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99 AUG 24 PM 4: 04

**Re: Organization of Astor Landing, L.L.C.  
Our File #3347-53**

Dear Sir or Madam:

In connection with the above, I have enclosed an original and one copy of Articles of Organization for *Astor Landing, L.L.C.* together with your letter dated July 21, 1999 for filing the Articles and providing me with a certified copy of the same.

Thank you for your cooperation and assistance with this matter. Please contact me if you have any questions concerning this corporation.

Sincerely,

  
Gidget A. Zook, Legal Assistant

Enclosures

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**ARTICLES OF ORGANIZATION  
OF  
ASTOR LANDING, L.L.C.**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, *Florida Statutes*, do hereby certify as follows:

**ARTICLE I  
NAME**

The name of the limited liability company is ASTOR LANDING, L.L.C. (the "Company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company is: 71 East Church Street, Suite 200, Orlando, Florida 32801-3409.

**ARTICLE III  
OPERATING AGREEMENT AND MEMBERS**

The management and affairs of the Company will be conducted in accordance with the Operating Agreement (the "Agreement") of the Company adopted by the Members, as the same may from time to time be amended in accordance with the terms thereof.

The Company will be managed by the Members, who are as follows:

William J. Blackham	71 East Church St., Suite 200, Orlando, FL 32801-3409
Rohland A. June, II	71 East Church St., Suite 200, Orlando, FL 32801-3409

**ARTICLE IV  
PURPOSE**

The Company is organized as a joint venture among the Members solely to purchase, acquire, buy, sell, own, trade in, hold, develop, lease, manage, subdivide, and otherwise deal in and with the real property and improvements thereon known as the "ASTOR LANDING CAMPGROUND MARINA," and to engage in such other lawful activities as are reasonably necessary, convenient, or incidental to that purpose, upon and subject to the terms and conditions of the Agreement. The Company's purpose shall also include all other business and any other purpose, related or unrelated to real estate, as the Members may from time to time mutually agree to engage.

**ARTICLE V  
TITLE TO COMPANY PROPERTY**

Unless otherwise agreed to by the Members, all property owned by the Company shall be owned by the Company as an entity and, insofar as permitted by applicable law, no Member shall have

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any ownership interest in any Company Asset in its individual name or right, and each Member's Company Interest shall be personal property for all purposes.

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is 568 West Silver Star Ext., Ocoee, Florida 34761 and the name of the initial registered agent of the Company at that address is William J. Blackham.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 13 day of July, 1999.

  
\_\_\_\_\_  
William J. Blackham, Member

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

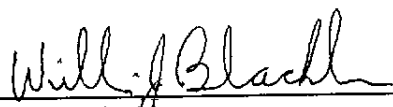
Pursuant to the provisions of Section 608.415, *Florida Statutes*, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the limited liability company is: ASTOR LANDING, L.L.C.
2. The name and the Florida street address of the registered agent and office are:

William J. Blackham  
568 West Silver Star Extension  
Ocoee, Florida 34761

  
\_\_\_\_\_  
William J. Blackham, Member

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.

  
\_\_\_\_\_  
William J. Blackham


Dated this B day of July, 1999.

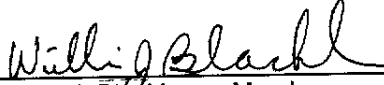
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DIVISION OF CORPORATIONS  
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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION**

The undersigned Member of ASTOR LANDING, L.L.C., deposes and says:

1. ASTOR LANDING, L.L.C., is a Florida limited liability company (the "Company") and has at least one (1) Member.
2. The total amount of cash contributed by the Member of the Company is \$70,000.00
3. The agreed value of property other than cash to be contributed by Member of the Company is approximately \$70,000.00
4. The total amount of cash and property anticipated to be contributed by Member of the Company is \$0.00.
5. The total of the amounts listed in Paragraphs 2, 3 and 4 is \$140,000.00

  
\_\_\_\_\_  
Rohland A. June, II, Member

  
\_\_\_\_\_  
William J. Blackham, Member

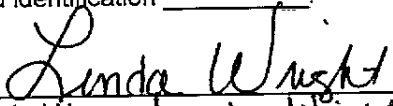
(In accordance with Section 608.408(3), *Florida Statutes*, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 04<sup>th</sup> day of August, 1999, by Rohland A. June, II. He is personally known to me X, has produced identification \_\_\_\_\_.



Linda Wright  
MY COMMISSION # CC706264 EXPIRES  
January 4, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

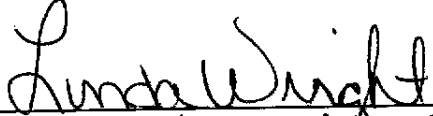
  
\_\_\_\_\_  
Printed Name: Linda Wright  
NOTARY PUBLIC  
My Commission Expires: Jan 04, 2002

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 04<sup>th</sup> day of August, 1999, by William J. Blackham. He is personally known to me X, has produced identification \_\_\_\_\_.



Linda Wright  
MY COMMISSION # CC706264 EXPIRES  
January 4, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
Printed Name: Linda Wright  
NOTARY PUBLIC  
My Commission Expires: Jan. 4, 2002