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## Florida Department of State

Division of Corporations

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Account Name : GRANT, FRIDKIN, PEARSON, ATHAN &amp; CROWN, P.A.

Account Number : 076402003516

Phone : (941) 514-1000

Fax Number : (941) 514-0377

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## LIMITED LIABILITY COMPANY

MERIDIAN SPORTS GROUP, L.L.C.

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Estimated Charge	\$160.00

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**ARTICLES OF ORGANIZATION  
OF  
MERIDIAN SPORTS GROUP, L.L.C.**

**ARTICLE I**

**NAME AND ADDRESS**

The name of this Limited Liability Company shall be **MERIDIAN SPORTS GROUP, L.L.C.** (the "Company"). The mailing address and street address of the principal office of the Company is 2940 South Horseshoe Drive, Suite 800, Naples, Florida 34104.

**ARTICLE II**

**DURATION**

This Limited Liability Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company.

**ARTICLE III**

**DESIGNATION OF REGISTERED AGENT**

The name and address of the registered agent and office of the Company shall be **G. HELEN ATHAN, Esq., Grant, Fridkin, Pearson, Athan & Crown, P.A., 5551 Ridgewood Drive, Suite 501, Naples, Florida 34108.**

**ARTICLE IV**

**MANAGEMENT OF COMPANY BUSINESS**

The business of the Company shall be managed by its Manager. The name and address of the initial Manager is **JIMMY C. STEWART, 2940 South Horseshoe Drive, Suite 800, Naples, Florida 34104**, who shall serve until his successor is elected and qualifies. The Manager

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G. Helen Athan, Esquire

Grant, Fridkin, Pearson, Athan & Crown, P.A.

5551 Ridgewood Drive, Suite 501, Naples, FL 34108

(941) 514-1000

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shall conduct the day to day operation and management of the Company on behalf of the members pursuant to the conditions contained herein and the terms and conditions of a written agreement for the operation and management of the Company by and between its members.

#### ARTICLE V

#### **LIMITATIONS ON MANAGER**

The Manager shall not take any action on behalf of this Company that is prohibited by the Florida Limited Liability Company Act, or any action that requires consent of the other members of the Company without obtaining the prior written consent of all members of the Company.

#### ARTICLE VI

#### **ADDITIONAL MEMBERS**

The members shall have the right to admit additional members on terms and conditions approved by the prior written consent of all members of the Company.

#### ARTICLE VII

#### **RIGHT TO CONTINUE BUSINESS OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member of the Company, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining member or members shall have the right to continue the business of the Company in accordance with the terms and conditions of a written agreement for the operation and management of the Company by and between its members.

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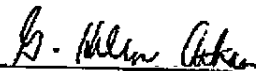
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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent to accept service of process for Meridian Sports Group, L.L.C., at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.



G. Helen Athan

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ARTICLE VIII

AMENDMENTS

These Articles may be amended from time to time by the written consent of all members of the Company. The amendments shall be duly signed by all members of this Company and filed with the Florida Department of State.

By:   
Jimmy C. Stewart, as Manager and Member

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