Division of Corporations

Florida Department of State

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

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To:

Division of Corporations

: (850)922-4003 Fax Number

From;

: FLEMING, HATLE & SHAW, P.A. Account Name

Account Number: 076326003550 : (561)627-8100 Phone

: (561)622-7603 Fax Number

LIMITED LIABILITY COMPANY

The Bear's Club Realty Company, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION

OF

THE BEAR'S CLUB REALTY COMPANY, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Act, Florida Statues Chapter 608, hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company shall be THE BEAR'S CLUB COMPANY, L.L.C. (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is

2000 PGA Boulevard, Suite 2204 North Palm Beach, Florida 33408

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be for a period of thirty (30) years unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - MANAGEMENT

Management of the Company shall be vested in its members in accordance with the Regulations adopted by the members for the management of the business and affairs of the Company. The name and address of the managing member of the Company is as follows:

NAME

ADDRESS

Robert Whitley

2000 PGA Boulevard, Suite 2204 North Palm Beach, FL 33408

THE AFFIANT SAYS NOTHING FURTHER.

Dated: November 152, 1999.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at North Palm Beach, Florida, as of the 252 day of November, 1999.

Robert Whitley

[ACKNOWLEDGMENT APPEARS ON FOLLOWING PAGE]

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FILED

SEAL:

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ACKNOWLEDGMENT

STATE OF FLORIDA SS: COUNTY OF PALM BEACH BEFORE ME personally appeared Robert Whitley: IT who produced the following _; who is personally known to me; and who acknowledged identification ___ before me that he is the Affiant named in the foregoing instrument, and that he executed the same as his free act and deed for the uses and purposes set forth therein. WITNESS my hand and official seal, at North Palm Beach, Florida, this 15th day November, 1999. Aver X Sheck

> IRENE K. SIKICH My Comm Exp. 10/19/2001 No. CG 583048 Fersonally Known () Other I.D.

G:\documents\TheBear'sClubRealtyCompany,llcARTICLES.doc

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and agent in the State of Florida.

- 1. The name of the limited liability company is THE BEAR'S CLUB REALTY COMPANY, L.L.C.
- 2. The name of the registered agent in the State of Florida is FHS Corporate Services, Inc., a Florida corporation.
- 3. The address of the registered agent in the State of Florida is 11780 U.S. Highway One, Suite 300, North Palm Beach, FL 33408.

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Limited Liability Company. We are familiar with, and accept, the obligations section 608.415 of the Florida Statutes.

FHS CORPORATE SERVICES, INC., a STORY STATE STATE SERVICES, INC., a STORY STATE STATE SERVICES, INC., a STORY STATE SERVICES, a STORY STATE SERVICES, a STORY STATE SERVICES, a STORY STAT

ACKNOWLEDGMENT

STATE OF FLORIDA

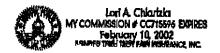
SS:

COUNTY OF PALM BEACH

BEFORE ME personally appeared Oren S. Tasini:
who produced the following identification ; who is personally known to me; and who acknowledged before me that he is the person named in the foregoing Acceptance by Registered Agent, and that he executed the same as his free act and deed for the uses and purposes set forth therein.

WITNESS my hand and official seal, at North Palm Beach, Florida, this 15 day of November, 1999.

SEAL:



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