



ACCOUNT NO. : 072100000032

REFERENCE : 502585 4724636

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 3, 1999

ORDER TIME : 1:38 PM

ORDER NO. : 502585-005

CUSTOMER NO: 4724636

CUSTOMER: Larry B. Alexander, Esq
JONES FOSTER JOHNSTON & STUBBS
JONES FOSTER JOHNSTON & STUBBS
Suite 1100
505 South Flagler Drive
West Palm Beach, FL 33401

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FILED
99 DEC -3 PM 3:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: MADISON GREEN GOLF, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

RECEIVED
99 DEC -3 PM 2:28
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION
OF
MADISON GREEN GOLF, LLC

A Florida Limited Liability Company

The undersigned hereby acknowledges these Articles of Organization for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Laws of Florida.

ARTICLE I

Name

The name of the Limited Liability Company is Madison Green Golf, LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is c/o Bergstol Enterprises, Inc., 475 Route 304, New City, New York 10956.

ARTICLE III

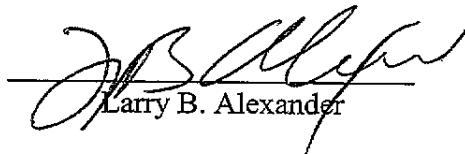
Registered Agent and Registered Office

The name and the Florida street address of the Registered Agent and Registered Office are:

Larry B. Alexander
505 South Flagler Drive
Suite 1100
West Palm Beach, FL 33401

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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, 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 as provided for in Chapter 608, F.S.


Larry B. Alexander

ARTICLE IV

Management

The Limited Liability Company is to be managed by its member(s) and is, therefore, member-managed company.

ARTICLE V

Commencement

The Limited Liability Company shall commence its existence upon filing with the Secretary of State of the State of Florida.

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

EMPIRE GOLF PROPERTIES, LLC

Date: 11-30-99

By: 

Eric Bergstol, Member

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