

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SPORTS TOWN USA, LLC.

(Proposed corporate name - must include suffix)

600003081676--7
-12/28/99--01041--001
****310.00 ****155.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00 Filing Fee
☒ \$78.75 Filing Fee & Certificate of Status

☒ \$78.75 Filing Fee & Certified Copy
☒ \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM:

Robert ~~Grabard~~ ^{J.F.} Lawrence
Name (Printed or typed)

2 CARTAGENA Ct.
Address

St. Augustine, FL 32086
City, State & Zip

(904) 808-9977
Daytime Telephone number

FILED

99 DEC 28 AM 11:15

RECEIVED

99 DEC 28 AM 11:09

NOTE: Please provide the original and one copy of the articles.

Articles of Organization
of
SportsTown USA, LLC.

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as the same may from time to time be amended.

Article I

Name

The name of the limited liability company (the Company) will be SportsTown USA, LLC.

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Article II

Term

The existence of the company shall commence upon filing of these Articles of Organization with the Florida Department of State and its duration shall be perpetual unless and until dissolved as required by the Act or as provided in the regulations(as that term is herein defined).

Article III

Addresses

The initial mailing address of the company is #2 Cartegna Ct., St. Augustine, Florida 32086.

Article IV

Registered Agent

The name and street address of the initial resident agent of the Company are as follows: Robert J.F.laurence, #2 Cartegna Court, St. Augustine, Florida 32086.

Article V

Additional Members

Additional members may be admitted upon the unanimous consent of members and in accordance with terms and conditions set forth in the Regulations.

Article VI

Continuation

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or other event which terminates the continued membership of a member in the Company, then upon the affirmative vote of a majority in interest of the remaining members to continue the Company within 90 days after the occurrence of such event, the Company shall not be dissolved and the business of the Company shall be continued.

Article VII

Management

The management of this Company shall at all times be vested in one or more managers. The names and addresses of the initial manager who shall serve until the first annual meeting of the members or until their successor (or

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successors) is, (are) elected by a majority interest of the members are as follows.

<u>Name</u>	<u>Address</u>
Robert J.F. Laurence	#2 Cartegna Court St. Augustine, Florida 32086

Article VIII

Regulations

The members shall have the power to adopt, alter, amend or repeal regulations as contemplated by the Act (the "Regulations"). The Regulations adopted by the member(s) may be amended, repealed, or altered or new Regulations may be adopted, from time to time by the member(s).

Article IX

Limited Liability

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the company, whether arising in contract, tort or otherwise, or for acts of omissions of any other member, manager, officer, agent or employee of the Company.

SportsTown USA, LLC.

By Robert J.F. Laurence
Robert J.F. Laurence, Manager

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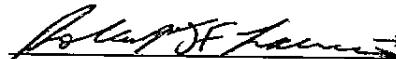
Certificate of designation of
Registered Agent/ Registered Office

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 Resident Agent in the State of Florida.

1. The name of the Limited Liability Company is SportsTown USA, LLC.
2. The name and the Florida Street address of the registered agent are:
Robert J.F.Laurence, #2 Cartegna Court, St. Augustine, Florida 32086.

Having been named as resident 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.

Signature of Resident Agent


Robert J. F. Laurence

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