# PAGE 01/05

#### Florida Department of State Division of Corporations

Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000137590 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number ; (850) 205-0383

From:

C T CORPORATION SYSTEM Account Name

Account Number : FCA000000023 : (850)222-1092 Phone Fax Number : (850)878~5926 please refite to one backaste to Stakes.

#### FLORIDA/FOREIGN LIMITED LIABILITY CO.

Heritage Golf Master Lease, LLC

Certificate of Status 0 Certified Copy Page Count 045 Estimated Charge \$125.00

Electronic Filing Menu

Corporate Filing Menu

Help

05/19/2006 11:01 8502227615 CT CDRP PAGE 02/05 . 000 200 0001 5/18/2008 9:37 PAGE 001/001 Florida Dept of State

FLORIDA DEPARTMENT OF STATE

Division of Corporations

May 19, 2005

CT CORPORATION

SUBJECT: HERITAGE GOLF MASTER LEASE, LLC

REF: W06000023130

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 245-5097.

Marsha Thomas Document Specialist FAX Aud. #: E06000137590 Letter Number: 206A00035237 8502227615 CT SYSTEM

312 345 4344 P.02

# APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN .
LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Delaware (Intradiction under the law of which foreign limited liability company is organized)  Silvi2006  (Date of Organization)  (Date of Organization)  (Date of Organization)  (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)  12750 High Bluff Drive, 4th Floor  San Diego, CA 92130  (Street address of principal office)  If limited liability company is a manager-managed company, check here  The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Limite - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 921		(Naro	e of foreign limited liability company)
(FEI number, if applicable)  Site/2006  (Date of Organization)  (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)  12750 High Bluff Drive, 4th Floor  San Diego, CA 92130  (Street address of principal office)  If limited liability company is a manager-managed company, check here   The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of pinisticities under the jaw of which it is organized. (A protecopy is not acceptable. If the certificate is in a foreign language, a melation of the certificate under each of the translator must be submitted.)  Nature of business or purposes to be conducted or promoted in Florida:  Signature of a member of a member of parts the factor state therein are under a national and another than a films of penny that the factor state therein are under a national and another than a films of penny that the factor state therein are under a national and another than another of the pennicular of the state of pennicular than the factor state therein are under a national and affirms of the state of pennicular than the factor state therein are under the factor and the f	Delaware		3 Applied For
(Date of Organization)  (Date of Organization)  (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)  12750 High Bluff Drive, 4th Floor  San Diego, CA 92130  (Street address of principal office)  If limited liability company is a manager-managed company, check here  The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original conflicate of existence, no more than 90 days old, duly authenticated by the official having custody of ejunisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a fireign language, a nelation of the cartificate under oath of the translator trues be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida:  Signature of a pacinter or fine authorized representative of a member. (In accordance with section 698-70037), F.S., the separative of a member. (In accordance with section 698-70037), F.S., the separative of a member of a manager of the translator of the	Juriadiction under		ed liability (FEI number, if applicable)
(Date of Organization)  (Date stort or "perpetual")  (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)  12750 High Bluff Drive, 4th Floor  San Diego, CA 92130  (Street address of principal office)  If limited liability company is a manager-managed company, check here   The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original conflicate of existence, no more than 90 days old, duly authenticated by the official having custody of ejunisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a fireign language, a melation of the certificate under oath of the translator trust be submitted)  1. Nature of business or purposes to be conducted or promoted in Florida:  Signature of a pretinter or fan authorized representative of a member. (In accordance with section 698-79837), F.S., the specialism of this document constitutes an affirmation indeed the principalities of periory that the facer stated herein a true.)  Horitage Golf Group, Inc., Member; By: James A. Husband, President & CEO	5/16/2006		5. Perpetual
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)  12750 High Bluff Drive, 4th Floor  San Diego, CA 92130  (Street address of principal office)  If limited liability company is a manager-managed company, check here   The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Limite - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  A Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the afficial having custody of ejurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a fireign language, a ustation of the certificate under eath of the translator must be submitted)  1. Nature of business or purposes to be conducted or promoted in Florida: Golf Course Operations  Signature of a member, of a member of the translator function of the certificate is in a fireign language, an affirmation halor the planties of pening that the face stated became to constitutes an affirmation halor the planties of pening that the face stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	(Dat	e of Organization)	
San Diego, CA 92130  (Street address of principal office)  If limited liability company is a manager-managed company, check here   The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dec - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the ufficial having custody of equisidiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a melation of the certificate under oath of the translator must be submitted)  Nature of business or purposes to be conducted or promoted in Florida:  Golf Course Operations  Signature of a member of the submitted of promoted in Florida:  Golf Course Operations  Heritage Golf Group, Inc., Member; By: James A. Husband, Fresident & CEO	Upon Filing	the Sant Improved business in	Wincide (See sections 509 501 508 502 and 817 145 F.S.)
(Street address of principal office)  If limited liability company is a manager-managed company, check here   The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of equisidiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a fixeign language, a melation of the certificate under each of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida:  Golf Course Operations  Signature of a member of an authorized representative of a member. (In accordance with section 508-3037), F.S., the expectation of this document constitutes an affirmation the fact the period of the fact stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO			riorida, (Ges acutions dodosos, vocabas, and as creas, s.c.)
If limited liability company is a manager-managed company, check here  The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of ejurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a melation of the certificate under each of the translator must be submitted.)  Nature of business or purposes to be conducted or promoted in Florida: Golf Course Operations  Signature of a particle of an authorized representative of a member.  (In accordance with section 508 3037), F.S., the exceedion of this document constitutes an affirmation their the privative of a member.  Horitage Golf Group, Inc., Member; By: James A. Husband, President & CEO	San Diego, CA 92		
The usual business addresses of the managing members or managers are as follows:  James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of ejurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a relation of the certificate under eath of the translator must be submitted)  1. Nature of business or purposes to be conducted or promoted in Florida: Golf Course Operations  Signature of a member of a member of this document constitutes an affirmation under the panalties of perjuty that the facts stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO		(S	treet address of principal office)
James Husband -12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dee - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the utilicial having custody of equisidicion under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a melation of the certificate under oath of the translator must be submitted)  1. Nature of business or purposes to be conducted or promoted in Florida: Golf Course Operations  Signature of a member or an authentized representative of a member. (In accordance with section 508 vot 3), F.S., the exceedion of this document constitutes an affirmation under the penalties of perjuty that the facts stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	If limited liabil	ity company is a manage	r-managed company, check here
Scott Little - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Gary Dec - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of ejunisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a fixeign language, a relation of the certificate under oath of the translator must be submitted)  Nature of business or purposes to be conducted or promoted in Florida: Golf Course Operations  Signature of a member or an authorized representative of a member. (In accordance with section 508 303(3), F.S., the greation of this document constitutes an affirmation under the pointlies of perjuty that the facts stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	The usual busin	ness addresses of the man	aging members or managers are as follows:
Andrew Crosson - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Cary Dec - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of ejunisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a melation of the certificate under oath of the translator must be submitted.)  I. Nature of business or purposes to be conducted or promoted in Florida:  Signature of a member of an authorized representative of a member.  (In accordance with section 698: 708(3), F.S., the greation of this document constitutes an affirmation under the penalties of perjuty that the facts stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	James Husband -	12750 High Bluff Drive, 4th 1	Floor, San Diego, CA 92130
Gary Dec - 12750 High Bluff Drive, 4th Floor, San Diego, CA 92130  2. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the ufficial having custody of equision under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a nelation of the certificate under each of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida:  Signature of a premiser or an authorized representative of a member.  (In accordance with section 698-908(3), F.S., the exception of this document constitutes an affirmation under the punalties of perjury that the facts stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	Scott Little - 127	50 High Bluff Drive, 4th Floo	r, San Diego, CA 92130
Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the ufficial having custody of e-jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a unslation of the certificate as in a foreign language, a unslation of the certificate of the translator must be submitted.)  1. Nature of business or purposes to be conducted or promoted in Florida:  Signature of a pre-index or an authorized representative of a member.  (In accordance with section 698-908(3), F.S., the exception of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	Andrew Crosson	- 12750 High Bluff Drive, 4d	Floor, San Diego, CA 92130
Signature of a member or an authorized representative of a member.  (In accordance with scotion 608.305(3), F.S., the execution of this document constitutes an affirmation under the periods the periods.  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	Gary Dec - 1275	0 High Bluff Drive, 4th Floor,	San Diego, CA 92130
(In accordance with section 608.408(3), F.S., the exceedion of this document constitutes an affirmation under the penalties of perjury that the facet stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO	jurisdiction under t relation of the centif	he law of which it is organized, icate under oath of the translato	(A photocopy is not acceptable. If the certificate is in a fixeign language rmust be submitted.)
(In accordance with section 608.408(3), F.S., the exceedion of this document constitutes an affirmation under the penalties of perjury that the facet stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO			
(In accordance with section 608.408(3), F.S., the exceedion of this document constitutes an affirmation under the penalties of perjury that the facet stated herein are true.)  Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO			My Meller .
Heritage Golf Group, Inc., Member; By: James A. Husband, President & CEO		(In accordance with section	608.408(3), F.S., the exception of this document constitutes
177.			

8502227515

CT SYSTEM

312 345 4344 P.03

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 of 608.507, 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.	1. The name of the Limited Liability Company is:			
Н	witage Golf Master Lease, LLC			
2.	The name and the Florida street address of the registered agent and office are:			
	C T Corporation System			
	(Namo)			
	1200 South Pine Island Road			
	Florida Street Address (P.O. Box NOT ACCEPTABLE)			
	Plantation, Florida 33324			
	City/State/Zip			

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, Florida Statutes.

By: Susk Lowers

(Signature)

5 100.00 Filing Fee for Application
5 25.00 Designation of Registered Agent
5 30.00 Certified Copy (optional)

S 5.80 Certificate of Status (optional)

SECHEDIAN OF STATE

8502227515

05/19/2006 11:01

MAY-17-2006 15:45

CT SYSTEM

CT CORP

PAGE 05/05

312 345 4344 F

# Delaware

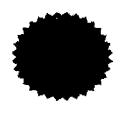
PAGE 1

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HERITAGE GOLF MASTER LEASE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO PAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF MAY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRETALI OF STATE



Warriet Smith Hindson Harriet Smith Windson, Secretary of States

AUTHENTICATION: 4749717

DATE: 05-16-06

4153625 8300

060465248