

Document Number Only

1199 000000340

C T Corporation System
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301
City State Zip Phone

800002779898--4
-02/19/99--01002--025
*****285.00 *****285.00

800002779898--4
-02/19/99--01002--025
*****8.75 *****8.75

CORPORATION(S) NAME

Resort Management, LLC

FILED
99 FEB 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> Photo Copies |
| <input type="checkbox"/> Reinstatement | <input checked="" type="checkbox"/> CUS | |
| <input type="checkbox"/> Limited Liability Partnership | | |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name
Availability
Document Examiner
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Verifier
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PLEASE RETURN EXTRA COPY(S)
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THANKS
Connie

2/18
DIVISION OF CORPORATION
99 FEB 18 PM 4:17



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 19, 1999

CT SYSTEM

SUBJECT: RESORT MANAGEMENT, LLC
Ref. Number: W99000004236

d/b/a Boardwalk Management, L.L.C.

We have received your document for RESORT MANAGEMENT, LLC and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 199A00007603

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 MAR 10 AM 11:24
DIVISION OF CORPORATIONS

*walk in
Pick up
3/10/99*

*Please back date
Thanks*

RESOLUTION OF MEMBERS

I, the undersigned Scott J. Egelkamp do hereby certify

that this Resolution of the Members of Resort Management, LLC, a corporation duly

organized and existing under the laws of the State of Delaware, was duly adopted on

the 19 day of February 1999. Be it resolved, that Resort Management, LLC,

organized and existing in the State of Delaware, hereby adopts the name Boardwalk

Management, LLC for use in Florida.

Dated: Feb. 19, 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

X Scott J. Egelkamp / member, sect 4 - trees.
Name of either Chairman, Vice Chairman or any officer

Scott J. Egelkamp
Print name

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Resort Management, LLC
(Name of foreign limited liability company must end with the words "limited liability company" or "limited company" or their abbreviations "L.L.C." or "L.C." if not so contained in the name at present.)

2. Delaware 3. 23-2971532
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. JUNE 26, 1998 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))

7. 1150 FIRST AVENUE, SUITE 900
KING OF PRUSSIA, PA. 19406
(Street address of principal office)

8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
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<u>THOMAS F. FLATLEY</u>	<u>PRESIDENT & MANAGER</u>		
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<u>1150 FIRST AVENUE, SUITE 900</u>			
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<u>KING OF PRUSSIA, PA. 19406</u>			
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<u>SCOTT J. EGELKAMP</u>	<u>SECRETARY-TREASURER & MANAGER</u>		
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<u>1150 FIRST AVENUE, SUITE 900</u>			
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<u>KING OF PRUSSIA, PA. 19406</u>			
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

FILED
99 FEB 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 REGISTERED AGENT IN THE STATE OF
FLORIDA.

1. The name of the Limited Liability Company is:

Resort Management, LLC

2. The name and the Florida street address of the registered agent and office are:

C T CORPORATION SYSTEM

(Name)

1200 South Pine Island Road

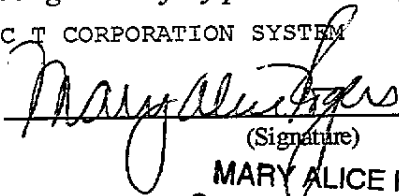
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation FL 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.

C T CORPORATION SYSTEM



(Signature)

MARY ALICE ROGERS
Special Assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent

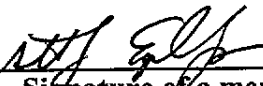
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Resort Management, LLC

_____ certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 3,640.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00 ;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 3,640.00 .
(This total includes amounts from 2 and 3 above.)



Signature of a member or authorized representative of a member.

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

SCOTT J. EGELKAMP, SECRETARY - TREASURER OF EPIC RESORTS, LLC

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

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99 FEB 19 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RESORT MANAGEMENT, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.




Edward J. Freel, Secretary of State

2914045 8300

AUTHENTICATION: 9574549

991056998

DATE: 02-12-99