Filing Fee: \$150.00

ID Number: 155785



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Corporations Division 148 W. River Street Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY

APPLICATION FOR REGISTRATION

Pursuant to the provisions of Section 7-16-49 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1.	The name of the limited liability company is:					
	Exclusive Resorts Club Management, LLC					
2.	The name, if different, under which it proposes to registe	er and transact business in Rh	ode Island is.			
3.	The limited liability company is organized under the law	s of Delaware				
4.	The date of its organization is 10/17/2003					
5.	The period of duration of the limited liability company is	(if perpetual, so state) perpet	ual			
6.	The address of the limited liability company's resident agent in Rhode Island is:					
	222 Jefferson Boulevard, Suite 200	Warwick	, RI <u>02888</u>			
	(Street Address, not P.O. Box)	(City/Town)	(Zíp	Code)		
	and the name of the resident agent at such address is Corporation Service Company					
	<u> </u>	(Name of	Agent)			
7.	The secretary of state is appointed the agent of the fo time there is no resident agent or if the resident agent of diligence.	reign limited liability company annot be found or served folk	for service of procowing the exercise o	ess if a f reaso	at any nable	
3.	The address of any office required to be maintained i limited fiability company is organized is:	in the state or other jurisdicti	on under the laws	of whic	the 엄스	
	1530 16th Street Suite 500, Denver, Colorado 80202				<u> 33</u>	
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€.	The mailing address for the limited liability company is:					
	1530 16th Street Suite 500, Denver, Colorado 80202			<u> </u>		
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Form No 450 Revisea: 12/05 MAY 0 2 2006

By 10 3

10.	Management of the Limited Liability Company.				
A.	The limited liability company is to be no. 11.)	e managed very by its members (If you have checked this box, go to item			
	<u>or</u>				
B.	The limited liability company is to company has managers at the ti address of each manager.)	nanagers at the time of the filing of these Articles of Organization, state the name and			
	<u>Manager</u>	<u>Address</u>			
_					
11. Th au	This application is accompanied by a certificate of good standing duly authenticated by the secretary of state or other authorized officer of the jurisdiction under which the foreign limited liability company was organized.				
		Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments and that all statements contained herein are true and correct.			
Date:	April 28,2006	Exclusive Reserts Club Management, LLC Print Exact Name of Limited Liability Corporally Making Application			
		By Signature of authorized person			

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Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EXCLUSIVE RESORTS CLUB 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 TWENTY-EIGHTH DAY OF APRIL, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EXCLUSIVE RESORTS CLUB MANAGEMENT, LLC" WAS FORMED ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 2003.



Warriet Smith Windson Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4704294

DATE: 04-28-06

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