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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

The Jockey Bayside Grill Company, LLC

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**ARTICLES OF ORGANIZATION
OF
THE JOCKEY BAYSIDE GRILL COMPANY, LLC**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I - Name

The name of the Limited Liability Company is: The Jockey Bayside Grill Company, LLC

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is:

11111 Biscayne Blvd.
Miami, Florida 33181

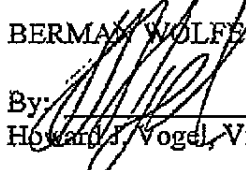
ARTICLE III - Registered Agent/Office

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

Berman Wolfe Rennert Vogel & Mandler, P.A.
100 Southeast 2nd Street, Suite 3500
Miami, Florida 33131
Attn: Howard J. Vogel, Esq.

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

BERMAN WOLFE RENNERT VOGEL & MANDLER, P.A.

By: 
Howard J. Vogel, Vice President

The undersigned has executed these Articles of Organization this 22nd day of August, 2000.

AGINCOURT IV, LLC

By: 
Tom Fawell, President

(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.)

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