

L0200000000330



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 605245 97371A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 4, 2002

ORDER TIME : 12:06 PM

ORDER NO. : 605245-005

CUSTOMER NO: 97371A

CUSTOMER: Ms. Brenda J. Fenton  
Arnstein & Lehr

Suite 600  
515 N. Flagler Drive  
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: ALLEY CAT LOUNGE, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

APPROVED  
AND  
FILED

02 JAN -4 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
02 JAN -4 PM 12:57

OFFICE OF THE  
CLERK OF THE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
FOR  
ALLEY CAT LOUNGE, LLC**

**ARTICLE I - NAME:**

The name of the Limited Liability Company is:

ALLEY CAT LOUNGE, LLC

**ARTICLE II - ADDRESS:**

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

ALLEY CAT LOUNGE, LLC  
3875 Shipping Avenue  
Miami, FL 33146

**ARTICLE III - PURPOSES AND POWERS:**

In addition to the Powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. To carry on any and all incidental business; to have and exercise all of the powers conferred by the laws of the State of Florida, and to do any and all of the things set forth in these Articles to the same extent that a natural person might or could do.

**ARTICLE IV - REGISTERED AGENT:**

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

Brian J. Cooke, Esq.  
c/o Arnstein & Lehr  
515 N. Flagler Dr., Ste. 600  
West Palm Beach, FL 33401

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TALLAHASSEE, FLORIDA

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**ARTICLE V - MANAGEMENT:**

The Limited Liability Company which is to be managed by a member and therefore, a member-managed company.

**ARTICLE VII - SUBSCRIBER:**

The name and address of the person executing these Articles of Organization as a Subscriber is Brian J. Cooke, Esq., Arnstein & Lehr, 515 N. Flagler Dr., Ste. 600, West Palm Beach, FL 33401.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 3 day of January, 2002.

Print: Brian J. Cooke

STATE OF FLORIDA

COUNTY OF Palm Beach

BEFORE ME, a Notary Public authorized in the County and State set forth above, personally appeared Brian J. Cooke, personally known to me, or who has produced \_\_\_\_\_ as identification, to be the person who, as a Subscriber, executed the foregoing Articles of Organization of Alley Cat Lounge, LLC, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State last aforesaid, this 3rd day of January, 2001.



Brenda J. Fenton  
MY COMMISSION # CC962138 EXPIRES  
September 3, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

Brenda J. Fenton  
NOTARY PUBLIC - State of Florida

Brenda J. Fenton  
Name of Notary - Please print

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
FILED

My Commission Expires: 9/3/04

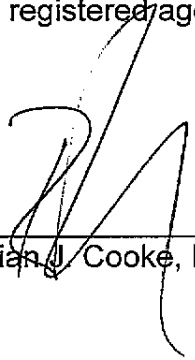
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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 ALLEY CAT LOUNGE, LLC.
2. The name and the Florida street address of the registered agent are:

Brian J. Cooke, Esq.  
c/o Arnstein & Lehr  
515 N. Flagler Drive, Ste. 600  
West Palm Beach, FL 33401

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
\_\_\_\_\_  
Brian J. Cooke, Registered Agent

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AND  
FILED  
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TALLAHASSEE, FLORIDA