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June 24, 2002

Secretary of State  
Division of Corporations  
409 East Gains Street  
Tallahassee, Florida 32399

\*Via Overnight Mail\*

Ladies and Gentlemen:

Enclosed please find the Articles of Organization for Toulouse Street The Nightclub LLC, a Limited Liability Company, a copy of said Articles, and a check in the amount of \$125.00 representing your filing fee. Thank you for your assistance with this matter. If you have any questions, feel free to call me.

02 JUN 26 AM 10:01  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Sincerely,

Charles C. Lehman

Name	
Availability	
Document Examiner	DCC
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2 pages



**ARTICLES OF ORGANIZATION  
FOR  
TOULOUSE STREET THE NIGHTCLUB, LLC  
A LIMITED LIABILITY COMPANY**

**ARTICLE I**

The Name of the Limited Liability Company is:

**TOULOUSE STREET THE NIGHTCLUB, LLC**

**ARTICLE II**

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

**1081 Wilson Boulevard  
Naples, Florida 34120**

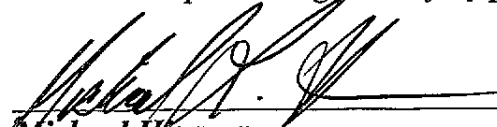
**ARTICLE III**

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

**Michael Hinman  
1081 Wilson Boulevard  
Naples, Florida 34120**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


*Having been named as registered 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.*

  
\_\_\_\_\_  
*Michael Hinman*

**ARTICLE IV**

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

Dated: 6/24/02

  
\_\_\_\_\_  
**Signature of a member or an authorized representative of  
a member: Michael Hinman**

(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.)