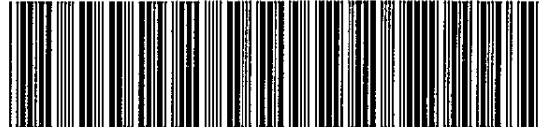


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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Office Use Only

RUDOLF H. ARKENBOUT
C/O THE PELICAN GRILL
675 ROYAL PALM BEACH BOULEVARD
ROYAL PALM BEACH, FL 33411-7635
TELEPHONE: 561-840-1427

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 20, 2003

VIA CERTIFIED MAIL

Registration Section
Division of Corporations
Department of State
State of Florida
P. O. Box 6327
Tallahassee, FL 32314-6327

Dear Sir or Madam:

Enclosed are these documents for registration as a Florida limited liability for RHA Holdings, LLC:

1. Two original Articles of Organization with Certificate of Designation of Registered Agent/Registered Office; and
2. A check payable to the Florida Department of State in the amount of one hundred fifty-five dollars (\$155) for filing fee, designation of registered agent and certified copy.

Once registered, please return a certified copy of the Articles of Organization to my representative:

Dennis E. Donohue
Suite 103
129 Hammon Avenue
Palm Beach, FL 33480-4755

If you have any questions about this matter, please feel free to contact Mr. Donohue at: 561-802-4212.

Respectfully yours,



Enclosures (3)

ARTICLES OF ORGANIZATION

OF

RHA HOLDINGS, LLC

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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ARTICLE I

The name of the Limited Liability Company is RHA Holdings, LLC.

ARTICLE II

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

Mailing Address: c/o The Pelican Grill
675 Royal Palm Beach Boulevard
Royal Palm Beach, FL 33411-7635

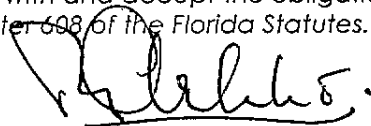
Street Address: The Pelican Grill
675 Royal Palm Beach Boulevard
Royal Palm Beach, FL 33411-7635

ARTICLE III

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

Rudolf H. Arkenbout
c/o The Pelican Grill
675 Royal Palm Beach Boulevard
Royal Palm Beach, FL 33411-7635

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 as provided for in Chapter 608 of the Florida Statutes.



Registered Agent's Signature

ARTICLE IV

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

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TALLAHASSEE, FLORIDA

ARTICLE IV

The purpose of this company is to manage the restaurant and lounge known as The Pelican Grill.



Signature of Member, Rudolf H. Arkenbout.

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