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To:

Division of Corporations

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From:

Account Name ; EMPIRE CORPORATE KIT COMPANY

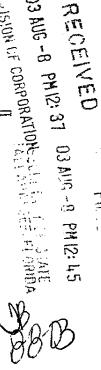
Account Number : 072450003255 Phone : (305)634~3694

Fax Number : (305)633-9696

LIMITED LIABILITY COMPANY

the pawn shop lounge, llc

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00





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ARTICLES OF ORGANIZATION

FOR

THE PAWN SHOP LOUNGE, LLC

ARTICLE L - NAME:

The name of this Limited Liability Company ("Company") shall be:

THE PAWN SHOP LOUNGE, LLC

ARTICLE IL - ADDRESS

The mailing address and street address of the Company is: 701 Brickell Avenue, Suite 2050, Miami, Florida 33131.

ARTICLE III. - DURATION

The period of duration for the Company shall be perpetual unless dissolved according to law.

ARTICLE IV. - MANAGEMENT

The Company is to be managed by manger(s) of the Company. The initial managers of the Company are:

Gustavo Hernandez 701 Brickell Avenue, Suite 2050 Miami, Florida 33131

Signature of a member or an authorized representative of a member (In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjuty that the facts stated herein are true.)

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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: THE PAWN SHOP LOUNGE, LLC
- The name and the Florida street address of the registered agent are:

GUSTAVO HERNANDEZ.

701 Brickell Avenue, Suite 2050
Florida street address (r.o. 80X NOT ACCEPTABLE)

Miami, Florida 33131 CITY, STATE AND ZIP

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.

SKINATURE

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