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LIMITED LIABILITY COMPANY

AMUSEMENT PARK OF GULF SHORES, LLC

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ARTICLES OF ORGANIZATION OF AMUSEMENT PARK OF GULF SHORES, LLC

The undersigned, CHAIM HERSHKOWITS, a natural person competent to contract and a member of AMUSEMENT PARK OF GULF SHORES, LLC, hereby presents these Articles of Organization for the formation of a limited liability company under the provisions of Chapter 608, Florida Statutes.

ARTICLE I

The name of the limited liability company is:

AMUSEMENT PARK OF GULF SHORES, LLC

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The street and mailing address of the principal office of the limited liability company is 9705 West Highway 98, Destin, FL 32550.

ARTICLE III - PURPOSES AND POWERS

This limited liability company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE IV - TERM OF EXISTENCE

This limited liability company shall have a perpetual existence.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this limited liability company shall be 9705. West Highway 98, Destin, FL 32550, and the name of the initial registered agent of this limited liability company at that address is Chaim Hershkowlts.

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ARTICLE VI - AMENDMENT

The company reserves the right to amend these Articles of Organization or any amendment thereto from time to time by the unanimous vote of the members in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization on the day of March 2004.

Chaim Hershkowits, Managing Member

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of AMUSEMENT PARK OF GULF SHORES, LLC. Further, I am familiar with and accept the duties and obligations of such designation.

By: THAIM HERSHKOWITS

Date: March 12, 2004

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