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ARTICLES OF ORGANIZATION OF BILLIARDS AND MORE LLC

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

<u>NAME</u>

The name of the limited liability company is Billiards and More LLC (the "Company"

ARTICLE II

ADDRESS

The principal office and mailing address of the Company is:

10433 Milburn Lane Boca Raton, Florida 33433

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 8236 Glades Road, Boca Raton, Florida 33433 as the street address of the initial registered office of the Company and names Eric Francese as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

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IN WITNESS WHEREOF, the undersigned authorized representative has signed these Articles of Organization on July 30, 2004.

Bavid L. Perry, Jr.

Authorized Representative of a Member

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ACCERTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned agrees to act as registered agent for Billiands and More LLC to accept service of process while place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Floride Stabiles, and acknowledges that the undersigned is familiar with, and accepted, the obligations of such problem as of bdy 30, 2004.

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