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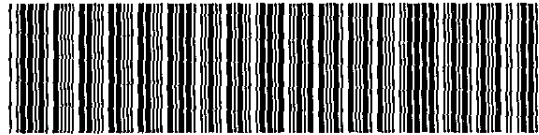
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

[Handwritten signature]



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 918562 7368461

AUTHORIZATION :

COST LIMIT : \$ 155.00

FILED
04 OCT -7 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 7, 2004

ORDER TIME : 1:57 PM

ORDER NO. : 918562-005

CUSTOMER NO: 7368461

CUSTOMER: Ann Hutcheson
Johnston & Hammond

Suite 800
121 West Forsyth Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: DOUBLE HAPPINESS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
DOUBLE HAPPINESS, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

Name

The name of the Limited Liability Company shall be Double Happiness, LLC (the "Company").

ARTICLE II

Address

The mailing and street address of the principal office of the Company in Florida shall be 11 East Forsyth Street, Apartment 1703, Jacksonville, Florida 32202.

ARTICLE III

Duration

The Company's existence shall commence on the date these Articles of Organization are filed by the Florida Department of State and shall continue perpetually or until dissolved in accordance with these Articles of Organization adopted by members.

ARTICLE IV

Purposes and Powers

The purpose for which this Company is organized is restaurant and lounge ownership, operation, and management and/or any other legal purpose for which a limited liability company may

be organized under the laws of the State of Florida. The Company shall have all powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V

Registered Office and Agent

The name and street address of the registered agent in the State of Florida is: Charles M. Johnston, 2223 Oak Street, Jacksonville, Florida 32202.

ARTICLE VI

Additional Capital Contributions

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII

Admission and Withdrawal of Members

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

ARTICLE VIII

Termination of Existence

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

ARTICLE IX**Management and Managing Member(s):**

The Company is to be managed by the members. The name and address of each Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:


MGRM

Johnathan Insetta
11 East Forsyth Street
Apartment 1703
Jacksonville, Florida 32202

MGRM

Jason Parry
2825 Selma Street
Jacksonville, Florida 32205

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(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.)

Charles M. Johnston
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes, the Company submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the limited liability company is: Double Happiness, LLC.
2. The name and address of the registered agent and office are: Charles M. Johnston,
2223 Oak Street, Jacksonville, Florida 32204.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named 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 am familiar with and accept the obligations of my position as registered agent, as provided for in the Florida Limited Liability Company Act and I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties thereunder.

DATED: This 7th day of October, 2004.



Charles M. Johnston