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TALLAHASSEE, FLORIDA

J. BRYAN DEC 27 2004

Law Office of  
**MICHELLE C. FRIGOLA**  
A Professional Association  
Michelle C. Frigola

December 15, 2004

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Secretary of State  
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Re: For Only Real Dancers, LLC  
File No.: 04-152

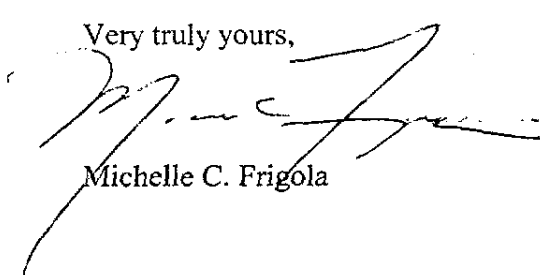
Dear Sir or Madam:

Please find enclosed an original and one (1) copy of the Articles of Organization and Acceptance by Registered Agent for the above-referenced Limited Liability Company. Also find enclosed Michelle C. Frigola, P.A., Escrow Account check number 1307 in the amount of One Hundred Twenty-Five Dollars (\$125.00) representing your costs for filing the Articles.

Please return the filed Articles of Organization at your earliest possible convenience.

Should you have any questions or concerns, please do not hesitate to contact the undersigned.

Very truly yours,

  
Michelle C. Frigola

Lighthouse Point  
Professional Center  
5340 North Federal Highway  
Suite 205  
Lighthouse Point, Florida 33064

(954) 360-0907  
FAX (954) 360-0908

MCF/  
Encls. (w/Check No. 1307)  
cc: For Only Real Dancers, LLC

**ARTICLES OF ORGANIZATION**  
**OF**  
**FOR ONLY REAL DANCERS, LLC**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

**ARTICLE I**  
**NAME**

The name of the limited liability company is **FOR ONLY REAL DANCERS, LLC** ("Company").

**ARTICLE II**  
**DURATION**

**EFFECTIVE DATE**  
01/01/05

This Company shall exist perpetually. The existence of the Company shall commence on the date of execution of these articles, if filed with the Florida Secretary of State within five (5) days thereafter.

**ARTICLE III**  
**NATURE OF BUSINESS AND MAILING ADDRESS**

This Company is organized for the purpose of engaging in all lawful activities and do all other things which may be necessary or desirable in connection with the foregoing. The mailing address and the street address of the Company's initial principal office is:

**9609 N.W. 7th Circle, 411  
Plantation, Florida 33324**

**ARTICLE IV**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Company is 9609 N.W. 7th Circle, 411, Plantation, Florida 33324, and the Registered Agent is Michelle C. Frigola, Esq., Michelle C. Frigola, P.A., located at 5340 North Federal Highway, Suite 205, Lighthouse Point, Florida 33064.

**ARTICLE V**  
**MEMBERSHIP CERTIFICATES AND MEMBERSHIP INTERESTS**

(a) Each Member's interest in the Company may be evidenced by a membership participation or unit certificate. Membership interests in the Company may further be divided into one or more classes of membership interests, which classes shall have such voting rights, distribution rights and other rights and privileges as set forth in the Company's Regulations and Operating Agreement.

(b) No Member of this Company may transfer, sell or assign its Membership Interest in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

**ARTICLE VI**  
**ADDITION OF NEW MEMBERS**

New owners who take their interest directly from the Company will be admitted as Members with the consent of all of the Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the consent of the Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

**ARTICLE VII**  
**MANAGEMENT**

This Company shall be managed by a Board of Managers which shall be elected in accordance with the Regulations and Operating Agreement of the Company.

**ARTICLE VIII**  
**AMENDMENT**

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

**ARTICLE IX**  
**EFFECTIVE DATE**

The effective date of this Company shall be January 1, 2005.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization the 10<sup>th</sup> day of December, 2004.

M. Latham  
Witness Signature

Maurice Latham  
Printed Name

[Signature]  
Witness Signature

Judy L. Weaver  
Printed Name

[Signature]  
KERRI A. BURNS, Member

[Signature]  
ANDREW M. BURNS, Member

STATE OF FLORIDA )  
 ) ss.  
COUNTY OF BROWARD )

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I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **KERRI A. BURNS and ANDREW M. BURNS**, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, and an oath was taken. (check one:)         
Said persons are personally known to me. ✓ Said person(s) provided the following type of identification: Florida Drivers Licenses

Notary Seal

My Commission Expires:



Michelle C Frigola  
My Commission DD099407  
Expires April 27, 2006

Witness my hand and official seal in the County and State last aforesaid this 10<sup>th</sup> day of December, 2004.

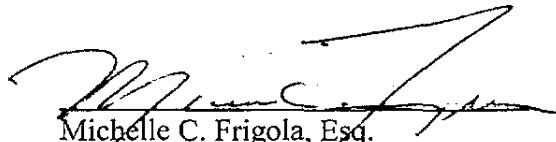
[Signature]  
Notary Signature

Michelle C. Frigola  
Printed Name

**ACCEPTANCE BY RESIDENT AGENT FOR**  
**FOR REAL DANCERS ONLY, LLC**

Having been named to accept service of process for the above-stated Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: December 16<sup>th</sup>, 2004.



Michelle C. Frigola, Esq.  
Michelle C. Frigola, P.A.  
Lighthouse Point Professional Center  
5340 North Federal Highway, Suite 205  
Lighthouse Point, Florida 33064

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