

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000007970
FILED 8:00 AM
January 26, 2005
Sec. Of State
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Article I

The name of the Limited Liability Company is:

LAS OLAS RIVERFRONT ENTERTAINMENT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

300 SW 1ST AVE
SUITE 150
FT LAUDERDALE, FL. 33301

The mailing address of the Limited Liability Company is:

53 NORTH MAIN STREET
FREDERICKTOWN, OH. 43019

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

CLIFF D LITCHFIELD
15308 LAKE MAGDELENE BLVD
TAMPA, FL. 33618

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.

Registered Agent Signature: 'CLIFF LITCHFIELD'

Article V

The name and address of managing members/managers are:

Title: MGRM
MICHAEL S DENNIS
4802 LONDONDERRY DRIVE
TAMPA, FL. 33647

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Signature of member or an authorized representative of a member

Signature: 'MICHAEL S DENNIS'