

Division of Corporations

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Florida Department of State  
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DIVISION OF CORPORATION

## LIMITED LIABILITY COMPANY

MJ's Rock 'N Roll Clubhouse, LLC

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**ARTICLES OF ORGANIZATION  
OF  
MJ's Rock 'N Roll Clubhouse, LLC  
Under the Florida Limited Liability Company Act**

**ARTICLE I  
NAME**

The name of this limited liability company is MJ's Rock 'N Roll Clubhouse, LLC (the "Company").

**ARTICLE II  
MAILING AND STREET ADDRESS**

The mailing and street address of the principal office of the Company is 1413 SW 17<sup>th</sup> Street, Fort Lauderdale, FL 33315.

**ARTICLE III  
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's initial registered agent in Florida is William T. Coleman, 200 East Las Olas Blvd., Suite 1900, Fort Lauderdale, FL 33301.

**ARTICLE IV  
MANAGEMENT**

The Company is to be a member-managed Company.

**ARTICLE V  
ADMISSION OF NEW MEMBERS**

Members of the Company have the right to admit new members upon the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted.

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**ARTICLE VI**  
**EFFECTIVE DATE**

The effective date of the Company shall be January 28, 2005.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization on January 28, 2005.

By: 

William T. Coleman, Attorney  
Brinkley, McNerney, Morgan  
Solomon & Tatum, LLP  
200 East Las Olas Blvd., 19<sup>th</sup> Floor  
Fort Lauderdale, FL 33301

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**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for MJ's Rock 'N Roll Clubhouse, LLC at the place designated in the foregoing Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of the Florida Limited Liability Company Act 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.

Initial Registered Agent

Dated: January 28, 2005

By: 

William T. Coleman

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