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Fax Number : (850) 205-0383

From:

Account Name : BRINKLEY, MCNERNEY & MORGAN
Account Number : 076077003213
Phone : (954) 522-2200
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LIMITED LIABILITY COMPANY

Jerk Machine 19th Street, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
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**ARTICLES OF ORGANIZATION
OF
JERK MACHINE 19TH STREET, LLC**

The undersigned, intending to form a limited liability company under the Florida Limited Liability Company Act, declares that the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME**

The name of this limited liability company shall be Jerk Machine 19th Street, LLC.

**ARTICLE II
ADDRESS**

The street address and mailing address of the principal office of this limited liability company shall be:

111 NW 2nd Street
Fort Lauderdale, Florida 33301

**ARTICLE III
DURATION**

The duration of this limited liability company shall be perpetual, unless dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

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

The name of this limited liability company's initial registered agent is David F. Hanley, Esq., and the address of the initial registered office is 200 East Las Olas Boulevard, Suite #1900, Fort Lauderdale, Florida 33301.

**ARTICLE V
PURPOSES AND POWERS**

The purpose of this limited liability company 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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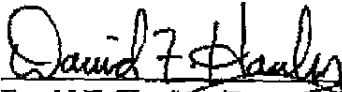
**ARTICLE VI
MANAGEMENT**

The limited liability company is to be managed by a Manager appointed by the Members in accordance with the terms of the Operating Agreement. The name and address of the initial Manager, who shall serve until the first annual meeting of the Members or until her successor is elected and qualified, is as follows:

Catherine A. Malcolm
111 NW 2nd Street
Fort Lauderdale, Florida 33301

The undersigned, being an authorized representative of an initial Member of this limited liability company, hereby certifies that this instrument constitutes the Articles of Organization of Jerk Machine 19th Street, LLC.

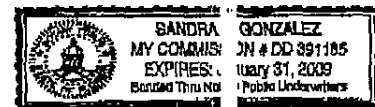
Executed on this 28th day of March, 2005.


David F. Hanley, Esq.
Authorized Representative of a Member

The foregoing instrument was acknowledged before me this 28th day of March, 2005, by David F. Hanley, Esq., who is personally known to me, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.


Notary Public - State of Florida

[Notary Stamp]



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Audit No.
H05000074927 3**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**STATE OF FLORIDA :
: ss
COUNTY OF BROWARD :

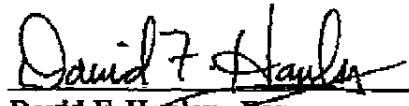
Pursuant to the provisions of Florida Statutes Sections 608.415 and 608.407(1)(d), Jerk Machine 19th Street, LLC, submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Jerk Machine 19th Street, L. C.

The name of the registered agent for Jerk Machine 19th Street, LLC is David F. Hanley, Esq., and the street address of the office where the agent is located is 200 East Las Olas Boulevard, Suite #1900, Fort Lauderdale, Florida 33301.

This statement is to acknowledge that, as indicated above, Jerk Machine 19th Street, LLC has appointed me, David F. Hanley, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 28th day of March, 2005.

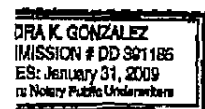


David F. Hanley, Esq.
Registered Agent

The foregoing instrument was acknowledged before me this 28th day of March, 2005, by David F. Hanley, Esq., who is personally known to me, and who did not take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.


Notary Public - State of Florida

[Notary Stamp]



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