

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

L05000122676
FILED 8:00 AM
December 27, 2005
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
DOWNTOWN ENTERTAINMENT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
33 WEST CHURCH STREET
ORLANDO, FL. US 32801

The mailing address of the Limited Liability Company is:
33 WEST CHURCH STREET
ORLANDO, FL. US 32801

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:
CORPORATION COMPANY OF ORLANDO
300 SOUTH ORANGE AVENUE
SUITE 1000 (DTO)
ORLANDO, FL. 32801

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: J. GREGORY HUMPHRIES, VICE PRESIDENT

Article V

The name and address of managing members/managers are:

Title: MGR
DOUG TAYLOR
33 WEST CHURCH STREET
ORLANDO, FL. 32801 US

Title: MGR
DIRK FARROW
33 WEST CHURCH STREET
ORLANDO, FL. 32801 US

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Article VI

The effective date for this Limited Liability Company shall be:

12/27/2005

Signature of member or an authorized representative of a member

Signature: LEANN M. WARFIELD, AUTHORIZED REP.