

Florida Department of State

Division of Corporations

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From:

Account Name : PIPER MARBURY RUDNICK & WOLFE
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Phone : (813) 229-2111
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Play Away Franchising, LLC

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**ARTICLES OF ORGANIZATION
OF
PLAY AWAY FRANCHISING, LLC**

The undersigned Member or Authorized Representative of a Member signs these Articles of Organization and forms a limited liability company (the "Company") under the Florida Limited Liability Company Act (the "Act"), as follows:

ARTICLE I

Name

The name of the Company is: Play Away Franchising, LLC

ARTICLE II

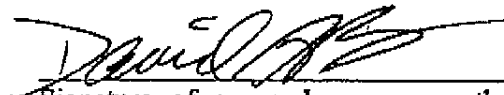
Mailing Address and Street Address

The mailing address and street address of the principal office of the Company is: 11508 Palmbrush Trail, Bradenton, Florida 34202.

ARTICLE III

Initial Registered Office and Agent

The name and street address of the initial registered agent and office of the Company are: David A. Beyer; c/o DLA Piper Rudnick Gray Cary US LLP, 101 East Kennedy Boulevard, Suite 2000, Tampa, Florida 33602.



Signature of a member or an authorized
representative of a member
DAVID A. BEYER

(Typed or printed name of signee)

ACCEPTANCE BY REGISTERED AGENT

I accept the appointment as Registered Agent of the Company to accept service of process on its behalf at the place designated in these Articles of Organization. I am familiar with, and accept, the obligations of my position as registered agent as provided for in the Act.



DAVID A. BEYER