

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Holdem 1106, Inc.

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ARTICLES OF ORGANIZATION of HOLDEM 1106, LLC

These Articles of Organization are adopted for the purpose of forming a limited liability company under the laws of the State of Florida, to be filed with the Florida Department of State, as follows:

ARTICLE ONE: NAME

The name of the company is Holdem 1106, LLC.

EFFECTIVE DATE
7/10/06

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ARTICLE TWO: ADDRESS

The street address of the company is 10812 Forrest Run Dr., Bradenton, FL 34211 and its mailing address is the same. The company may subsequently change either such address as provided in the Operating Agreement of the company.

ARTICLE THREE: COMMENCEMENT AND DURATION

The company shall commence its existence on 10 July 2006 and it shall exist perpetually thereafter.

ARTICLE FOUR: OPERATING AGREEMENT

The company shall adopt an Operating Agreement by affirmative unanimous vote of all the members of the company, which may thereafter be amended or repealed only upon the same affirmative unanimous vote. The Operating Agreement must be in writing and signed by all members.

ARTICLE FIVE: MANAGEMENT

The company shall be managed by the members and it shall be a member-managed company.

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ARTICLE SIX: ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except upon the affirmative unanimous vote of all the members of the company, on such terms and conditions as shall be agreed to by all the members.

ARTICLE SEVEN: CONTINUATION OF BUSINESS

The remaining members shall have the right to continue the business of the company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

ARTICLE EIGHT: REGISTERED OFFICE AND AGENT

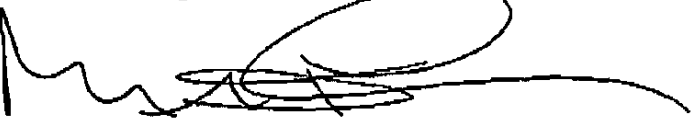
The initial registered agent of the company shall be Marc H. Feldman, whose business office is the same as the registered office of the company, that being 3908 26th Street West, Bradenton, Florida 34205.

By signing below, the registered agent accepts his appointment as registered agent and affirms that: (a) he is a resident of the State of Florida, (b) he will maintain the registered office of the company in Manatee County, Florida, at his business office, above-stated, and (c) he is familiar with and accepts the obligations imposed upon him as registered agent under Florida Law.

ARTICLE NINE: AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended only upon the affirmative unanimous vote of all the members of the company.

In Witness Whereof, these Articles of Organization are executed on 10 July 2006 by Marc H. Feldman, as authorized agent for the initial member or members of the company.



Marc H. Feldman

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