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FLORIDA/FOREIGN LIMITED LIABILITY CO.

PARC Adventure Parks Group, LLC

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**ARTICLES OF ORGANIZATION
OF
PARC ADVENTURE PARKS GROUP, LLC**

The undersigned organizer, who is the authorized representative of PARC Adventure Parks Group, LLC (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is PARC Adventure Parks Group, LLC.

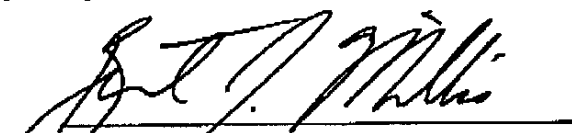
ARTICLE II - PRINCIPAL OFFICE

The street address of the principal office and mailing address of this Company is 7892 Baymeadows Way, Jacksonville, Florida 32256.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is Randal H. Drew, P.A., 7892 Baymeadows Way, Jacksonville, Florida 32256.

IN WITNESS WHEREOF, the undersigned authorized representative has executed the foregoing Articles of Organization on the 7th day of September, 2007.


Bert J. Mills
Authorized Representative

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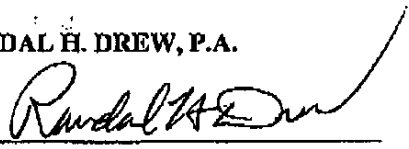
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, PARC ADVENTURE PARKS GROUP, LLC, A FLORIDA LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is PARC Adventure Parks Group, LLC.
2. The name and the Florida street address of the registered agent and office are Randal H. Drew, P.A., 7892 Baymeadows Way, Jacksonville, Florida 32256.

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 am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

RANDAL H. DREW, P.A.

By: 
Randal H. Drew,
President

Date: September __, 2007

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