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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : HENDRY, STONER, CALANDRINO & BROWN, P.A.
Account Number : I20000000241
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TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

1112 LOUNGE, LLC

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**ARTICLES OF ORGANIZATION
OF
1112 LOUNGE, LLC**

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The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I -- Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "1112 LOUNGE, LLC."

ARTICLE II -- Address:

The mailing address of the Company is 2314 Midtown Terrace, Apt. 1117, Orlando, Florida 32839, and the street address of the principal office of the Company is 843 Lee Road, Orlando, Florida 32810.

ARTICLE III -- Registered Agent:

The name and the Florida street address of the initial registered agent are: Hendry, Stoner, Calandrino & Brown, P.A. at 20 N. Orange Avenue, Suite 600, Orlando, Florida 32801.

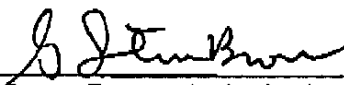
ARTICLE IV -- Officers:

The names and addresses of the initial officers of the Corporation are:

Justin Ray Williams
843 Lee Road
Orlando, Florida 32810

- President and Secretary

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 1st day of October, 2007.


G. Steven Brown, Authorized
Representative of the Member

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

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

(1) The name of the limited liability company is **1112 LOUNGE, LLC**.

(2) The name and address of the registered agent and office is Hendry, Stoner, Calandrino & Brown, P.A., 20 North Orange Avenue, Suite 600, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: October 1, 2007

Hendry, Stoner, Calandrino & Brown, P.A.

By: *GL Steven Brown*

GL Steven Brown

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