

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

L09000001792
FILED 8:00 AM
January 06, 2009
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
MIAMI RIVER LOUNGE, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
9460 WILSHIRE BLVD
SUITE 600
BEVERLY HILLS, CA. US 90212

The mailing address of the Limited Liability Company is:
9460 WILSHIRE BLVD
SUITE 600
BEVERLY HILLS, CA. US 90212

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS AS FURTHER DEFINED IN THE
COMPANY'S OPERATING AGREEMENT.

Article IV

The name and Florida street address of the registered agent is:
LAW OFFICES OF ALLAN M. LERNER, P.A.
2888 EAST OAKLAND PARK BLVD
FORT LAUDERDALE, FL. 33306

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: ALLAN M. LERNER

Article V

The name and address of managing members/managers are:

Title: MGR
DUSK 'TIL DAWN, LLC
9460 WILSHIRE BLVD SUITE 600
BEVERLY HILLS, CA. 90212 US

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Article VI

The effective date for this Limited Liability Company shall be:

01/06/2009

Signature of member or an authorized representative of a member

Signature: KARA FERRIER ON BEHALF OF DUSK 'TIL DAWN