

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

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FILED 8:00 AM
May 19, 2009
Sec. Of State
thampton

Article I

The name of the Limited Liability Company is:

400 CLUB AT THE 5TH LLC

Article II

The street address of the principal office of the Limited Liability Company is:

20810 WEST DIXIE HIGHWAY
NORTH MIAMI BEACH, FL. US 33180

The mailing address of the Limited Liability Company is:

20810 WEST DIXIE HIGHWAY
NORTH MIAMI BEACH, FL. US 33180

Article III

The purpose for which this Limited Liability Company is organized is:

NIGHT CLUB

Article IV

The name and Florida street address of the registered agent is:

A.R.S. & ASSOCIATES INC.
20810 WEST DIXIE HIGHWAY
NORTH MIAMI BEACH, FL. 33180

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: ROBERT SOCOL

Article V

The name and address of managing members/managers are:

Title: MGR
JOSH LITTLE
20810 WEST DIXIE HIGHWAY
NMB, FL. 33180 US

Title: MGR
WILLIAM FORD
20810 WEST DIXIE HIGHWAY
NMB, FL. 33180 US

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Article VI

The effective date for this Limited Liability Company shall be:

05/18/2009

Signature of member or an authorized representative of a member

Signature: WILLIAM FORD