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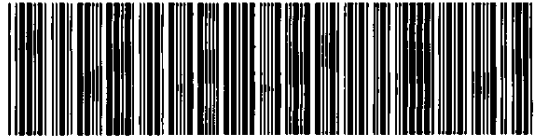
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. HAWKES

JUN 17 2009

EXAMINER

**GOODLETTE, COLEMAN, JOHNSON,
YOVANOVICH & KOESTER, P.A.
ATTORNEYS AT LAW**

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Kenneth R. Johnson

June 12, 2009

Via Overnight Delivery

Department of State – Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
850.245.6051 Phone

Re: Articles of Organization for RP Cigar Lounge, LLC,
a Florida limited liability company

Gentlemen:

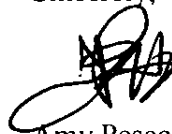
Please find enclosed Articles of Organization ("Articles") for the above-referenced limited liability company, in addition to our firm's check in the amount of \$125.00 in payment of the filing and designation of registered agent fees.

All further correspondence for this matter should be sent to the attention of the following:

Mr. Richard Castiano
Mr. Rakesh Patel
10960 Harmony Drive
Bonita Springs, Florida 34135

Please contact me with any questions.

Sincerely,



Amy Pescetto

/ap

Enclosures

Cc: Client (via email w/out encl.)
Craig D. Grider, Esq. (via email w/out encl.)

**ARTICLES OF ORGANIZATION
OF
RP CIGAR LOUNGE, LLC,
a Florida Limited Liability Company**

FILED
09 JUN 16 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the duly authorized representative of the initial members of a limited liability company to be organized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts and submits the following Articles of Organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company is **RP CIGAR LOUNGE, LLC**, a Florida limited liability company (the "Company").

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company shall be **10960 Harmony Park Drive, Bonita Springs, Florida 34135**.

**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered agent of the Company is **4001 Tamiami Trail North, Suite 300, Naples, Florida 34103-3556**, and the name of the registered agent at such address is **Goodlette, Coleman, Johnson, Yovanovich & Koester, P.A.**

**ARTICLE IV
ADMISSION OF MEMBERS**

The members of the Company may admit new members to the Company as more fully described in and subject to the terms, conditions and requirements set forth in the Company's Operating Agreement and Regulations. Newly admitted members shall have all of the rights and privileges as set forth in the Company's Operating Agreement and Regulations.

**ARTICLE V
EFFECTIVE DATE**

The Company's effective date of existence shall begin on the date of filing of these Articles.

**ARTICLE VI
DURATION**

The Company's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to continue the business of the Company as provided in the Operating Agreement and Regulations.

**ARTICLE VII
ADOPTION OF OPERATING AGREEMENT AND REGULATIONS**

The initial Operating Agreement and Regulations of the Company shall be adopted by its initial members. The Operating Agreement and Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

**ARTICLE VIII
INITIAL MANAGERS**

The Company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Operating Agreement and Regulations. The number of managers of the Company shall be two (2). The number of managers may be decreased or increased in accordance with the terms of the Operating Agreement and Regulations. Until such time as a successor or substitute is elected, appointed or designated in accordance with the Operating Agreement and Regulations, the Managers of the Company shall be as follows:

MGR: **Richard Castiano**
 10960 Harmony Park Drive
 Bonita Springs, Florida 34135

MGR: **Rakesh Patel**
 10960 Harmony Park Drive
 Bonita Springs, Florida 34135

IN WITNESS WHEREOF, the undersigned, being the duly authorized representative of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, has executed these Articles of Organization as of this 12th day of June, 2009.

By: _____

Craig D. Grider
Authorized Representative

FILED
JUN 11 2009
SECRETARY OF STATE
FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I, **Craig D. Grider**, on behalf of Goodlette, Coleman, Johnson, Yovanovich & Koester, P.A., having been duly designated to act as registered agent and to accept service of process for **RP CIGAR LOUNGE, LLC**, a limited liability company to be organized under the Florida Limited Liability Company Act, 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 designations of my position as Registered Agent.

Goodlette, Coleman, Johnson,
Yovanovich & Koester, P.A.

By:

Craig D. Grider



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