

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

L09000090122
FILED 8:00 AM
September 17, 2009
Sec. Of State
ncausseaux

Article I

The name of the Limited Liability Company is:

PLANET HOLLYWOOD RESORTS INTERNATIONAL, LLC

Article II

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

6052 TURKEY LAKE ROAD
ORLANDO, FL. US 32819

The mailing address of the Limited Liability Company is:

6052 TURKEY LAKE ROAD
ORLANDO, FL. US 32819

Article III

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

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

GRAY ROBINSON, P.A.
301 E. PINE STREET
SUITE 1400
ORLANDO, FL. 32802

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: MICHAEL E. NEUKAMM

Article V

The name and address of managing members/managers are:

Title: MGR
ROBERT I EARL
6052 TURKEY LAKE ROAD
ORLANDO, FL. 32819

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Signature of member or an authorized representative of a member

Signature: ROBERT I. EARL