

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

L10000007495
FILED 8:00 AM
January 21, 2010
Sec. Of State
alunt

Article I

The name of the Limited Liability Company is:

ROXY MIAMI LLC

Article II

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

12600 BISCAYNE BLVD
MIAMI, FL. 33181

The mailing address of the Limited Liability Company is:

179-1 N SHORE DRIVE
MIAMI BEACH, FL. 33141

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:

LEONARD A SCHWARTZBERG
179-1 N SHORE DRIVE
MIAMI BEACH, FL. 33141

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: LEONARD SCHWARTZBERG

Article V

The name and address of managing members/managers are:

Title: MGRM
LEONARD A SCHWARTZBERG
179-1 N SHORE DRIVE
MIAMI BEACH, FL. 33141

Title: MGRM
GENEVIEVE V SCHWARTZBERG
179-1 N SHORE DRIVE
MIAMI BEACH, FL. 33141

Article VI

The effective date for this Limited Liability Company shall be:

01/21/2010

Signature of member or an authorized representative of a member

Signature: LEONARD SCHWARTZBERG

L10000007495
FILED 8:00 AM
January 21, 2010
Sec. Of State
alunt