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FLORIDA LIMITED LIABILITY CO.
RCI DUNEDIN, LLC

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**ARTICLES OF ORGANIZATION
OF
RCI DUNEDIN, LLC
a Florida limited liability company**

- 1. The name of the limited liability company is RCI DUNEDIN, LLC.
- 2. The street and mailing address of the principal office of the limited liability company are:

300 Alton Road, Suite 303
Miami, Florida 33193

- 3. The name and street address of the initial registered agent of the limited liability company are:

RCI Marine, Inc.
300 Alton Road, Suite 303
Miami, Florida 33193

- 4. The limited liability company shall be managed by managers. The names and addresses of the initial managers of the limited liability company are:


Robert W Christoph, Sr.
300 Alton Road, Suite 303
Miami, Florida 33193

Robert W. Christoph, Jr.
300 Alton Road, Suite 303
Miami, Florida 33193

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Dated: as of June 13, 2011.


Robert W. Christoph, Jr., Authorized Representative

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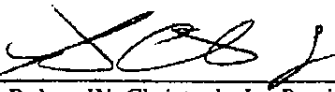
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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of June 13, 2011

RCI MARINE, INC., a Florida corporation,
its Registered Agent

By: 
Robert W. Christoph, Jr., President

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