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Account Name : BILZIN SUMBERG BAENA PRICE & AXELROD LLP
 Account Number : 075350000132
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FLORIDA LIMITED LIABILITY CO.
RCI Boston, LLC

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B. BOSTICK

H11000269245 3

**ARTICLES OF ORGANIZATION
OF
RCI BOSTON, LLC**
(a Florida limited liability company)

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

300 Alton Road
Miami Beach, FL 33139
3. The name and street address of the initial registered agent of the limited liability company are:

Robert W. Christoph, Jr.
300 Alton Road
Miami Beach, FL 33139
4. The limited liability company is to be manager-managed. The managers of the limited liability company are:

Robert W. Christoph, Sr., MGR
300 Alton Road
Miami Beach, FL 33139

Robert W. Christoph, Jr., MGR
300 Alton Road
Miami Beach, FL 33139

Dated: as of November 11, 2011.

//s/ Robert W. Christoph, Jr.
Robert W. Christoph, Jr.
Authorized Representative

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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 November 11, 2011

//s// Robert W. Christoph, Jr.
Robert W. Christoph, Jr.

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