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(Requestor's Name)

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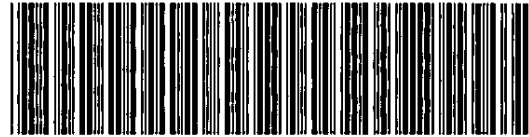
(Business Entity Name)

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T CLINE

JOHN J. SURGENT  
2775 N.E. 187<sup>th</sup> STREET, UNIT 624  
AVENTURA FLORIDA 33180

September 5, 2014

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Vantage Holdings Las Olas LLC

Dear Sir/Madam:

Enclosed please find a check in the amount of One Hundred Twenty Five Dollars (\$125) representing Vantage Holdings Las Olas LLC's filing fee for the attached Articles of Organization.

Very truly yours,

John J. Surgent

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION**  
**OF**  
**VANTAGE HOLDINGS LAS OLAS LLC**

**Article I. Name**

The name of this Limited Liability Company is Vantage Holdings Las Olas LLC

**Article II. Registered Agent**

The name and street address of the Company's registered agent is:

JJSurgent Las Olas Inc.  
2775 N.E. 187<sup>th</sup> Street, Unit 624  
Aventura, Florida 33180

**Article III. Address**

The street and mailing address of the Company's initial principal office is:

Vantage Holdings Las Olas LLC  
2775 N.E. 187th Street, Unit 624  
Aventura, Florida 33180

**Article IV. Transferability of Membership Interests**

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If an assignment does not comply with the provisions of the Company's Operating Agreement, such assignee shall have no right to become a member or to exercise any other rights or powers of a member. Any conflict between the provisions contained in this Article IV. and those contained in the Company's Operating Agreement will be resolved in favor of the Operating Agreement.

**Article V. Management**

This will be a manager-managed company. The name and address of each manager is:

METROPOLE AXA INC.  
2775 N.E. 187th Street, Unit 624, Aventura FL 33180

JJSURGENT LAS OLAS INC.  
2775 N.E. 187th Street, Unit 624, Aventura FL 33180

JP HARD ROCK LTD.  
2775 N.E. 187th Street, Unit 624, Aventura FL 33180

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Article VI. Company Existence

The Company's existence will begin effective as of September 5, 2014.

The undersigned executed these Articles of Organization on September 5, 2014.

Vantage Holdings Group LLC

By: 

JJSurgent Las Olas Inc. as Managing Member

By: John J. Surgent as President

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF REGISTERED AGENT & OFFICE DESIGNATION**


**OF**

**VANTAGE HOLDINGS LAS OLAS LLC**

JJSurgent Las Olas Inc. hereby accepts the designation of Registered Agent as set forth in the Articles of Organization of Vantage Holdings Las Olas LLC. JJSurgent Las Olas Inc. is familiar with the position and obligations of Registered Agent and agrees to perform the duties of Registered Agent as stipulated under applicable Florida Statutes.

September 5, 2014

JJSurgent Las Olas Inc.

  
By: John J. Surgent  
Director

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TALLAHASSEE, FLORIDA

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