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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 31 2015

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August 20, 2015

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Bahama Grill, LLC

To Whom It May Concern:

I enclose the original Articles of Organization and Certificate of Designation Registered Agent/Registered Office form regarding the above-referenced limited liability company.

Please file in your office. I also enclose a check in the amount of \$125.00 representing the following fees:

Receiving, filing and indexing	
Articles of Organization	\$100.00
Registered Agent Fee	<u>25.00</u>
TOTAL:	<u>\$125.00</u>

If you have any questions, please contact me.

Sincerely,



Keith J. Kanouse
For the Firm

Enclosures

Cc w/enc Eric Gibson

**ARTICLES OF ORGANIZATION
OF
BAHAMA GRILL, LLC**

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Article 1 - Name

The name of this Limited Liability Company is Bahama Grill, LLC.

Article 2 - Address

The street address of the principal place of business and mailing address of this Limited Liability Company is:

c/o Keith J. Kanouse
Kanouse & Walker, P.A.
One Boca Place, Suite 324 Atrium
2255 Glades Road
Boca Raton, FL 334321

Article 3 - Initial Registered Agent and Office

The initial registered agent of this Limited Liability Company is Keith J. Kanouse. The initial registered office address is One Boca Place, Suite 324 Atrium, Boca Raton, FL 33431.

Article 4 - Duration

This Limited Liability Company will exist in perpetuity, unless dissolved in accordance with the Florida Revised Limited Liability Company Act.

Article 5- Purpose

This Limited Liability Company is organized for any lawful purpose, except that special statutes for the regulation and control of specific types of business control when in conflict with these Articles of Organization.

Article 6 - Management

The limited liability company will be managed by its Manager. His name and address are:

Eric Gibson, Jr.
P.O. Box CB-11755
Nassau, Bahamas

Article 7 - Powers

This Limited Liability Company has all of the powers enumerated in the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes.

Article 8 - Admission of New Members

The members have the right to admit new members. Only new membership interests may be issued for the admission of new members. No existing membership interests may be transferred to a third party unless all other members agree.

The terms and conditions for the admission of new members are as follows:

Any person or entity approved by a unanimous written consent of all existing members may, subject to the terms of the Operating Agreement, become an additional member in the limited liability company by the sale of new interests for any consideration the members determine.

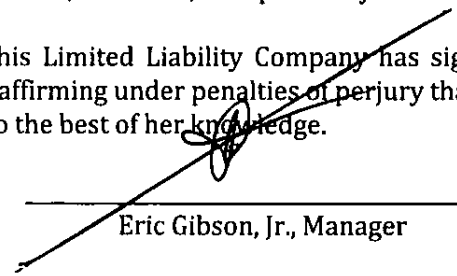
Article 9 - Right of Continuance

The members have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this Limited Liability Company.

Article 10 - Operating Agreement

The Operating Agreement may be adopted, altered, amended, or repealed by the members.

IN WITNESS WHEREOF, the Manager of this Limited Liability Company has signed these Articles of Organization on August __, 2015 thereby affirming under penalties of perjury that the facts contained in these Articles of Organization are true to the best of her knowledge.



Eric Gibson, Jr., Manager

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Subsection 605.0113 of the Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the limited liability company is Bahama Grill, LLC
2. The name and address of the registered agent and office is:

Keith J. Kanouse
Kanouse & Walker, P.A.
One Boca Place, Suite 324 Atrium
2255 Glades Road
Boca Raton, FL 33431

SIGNATURE _____

TITLE : Manager

DATE August __, 2015

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.

SIGNATURE _____

Keith J. Kanouse

DATE August 20, 2015