

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

L16000086800
FILED 8:00 AM
May 03, 2016
Sec. Of State
tbrown

Article I

The name of the Limited Liability Company is:
SM PIER HOLDINGS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
4700 MILLENIA BLVD
SUITE 400
ORLANDO, FL. US 32839

The mailing address of the Limited Liability Company is:
4700 MILLENIA BLVD
SUITE 400
ORLANDO, FL. US 32839

Article III

The name and Florida street address of the registered agent is:
MICHAEL NEUKAMM
301 E. PINE STREET
SUITE 1400
ORLANDO, FL. 32802

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: MICHAEL NEUKAMM

Article IV

L16000086800
FILED 8:00 AM
May 03, 2016
Sec. Of State
tbrown

The name and address of person(s) authorized to manage LLC:

Title: AMBR
PLANET HOLLYWOOD RESTAURANT GROUP, LLC
4700 MILLENIA BLVD, STE 400
ORLANDO, FL. 32839 US

Title: PRES
THOMAS AVALLONE
4700 MILLENIA BLVD
ORLANDO, FL. 32839 US

Title: SEC
MARTHA MCINTHOSH
4700 MILLENIA BLVD
ORLANDO, FL. 32839 US

Title: TREA
THOMAS AVALLONE
4700 MILLENIA BLVD
ORLANDO, FL. 32839 US

Signature of member or an authorized representative

Electronic Signature: THOMAS AVALLONE

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.