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AUG 1 9 2016

AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF KELLY'S BARBARY COAST, LLC

The undersigned, Kelly Martine, a natural person competent to contract and an authorized representative of KELLY'S BARBARY COAST, LLC, a Florida limited liability company (the "Company"), hereby presents these Amended and Restated Articles of Organization pursuant to the provisions of Section 605.0202, Florida Statutes. These Amended and Restated Articles of Organization have been duly adopted by the members of the Company and shall be effective as of the date these Amended and Restated Articles of Organization are filed with the Florida Department of State.

FIRST: The Company's Articles of Organization were filed on August 9, 2016, with the Florida Department of State and assigned document number L16000148719.

SECOND: The Articles of Organization are superseded in their entirety by the provisions of these Amended and Restated Articles of Organization.

THIRD: The Company's Amended and Restated Articles of Organization are set forth in their entirety as follows:

ARTICLE I - NAME

The name of the limited liability company shall be BARBERY COAST DESTIN, LLC.

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The mailing and street address of the Company's principal office as of the date hereof is 225 Main Street, Suite 1, Destin, Florida 32541. The Company's principal office may hereafter be at such other place or places as its members from time to time may determine.

ARTICLE III - PURPOSES AND POWERS

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized, and shall have all powers and rights which a limited liability company may exercise, pursuant to Chapter 605, *Florida Statutes* as such Chapter presently exists and may hereafter be amended.

ARTICLE IV - EFFECTIVE DATE OF AMENDED AND RESTATED ARTICLES OF ORGANIZATION AND TERM OF EXISTENCE

The effective date of these Amended and Restated Articles of Organization shall be the date these Amended and Restated Articles of Organization are filed with the Florida Department of State. The Company shall have a perpetual existence unless the Company is terminated as provided in the Operating Agreement of the Company, as the same may be amended and/or restated from time to time.

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ARTICLE V - REGISTERED OFFICE AND AGENT

The registered office of the Company is 225 Main Street, Suite 1, Destin, Florida 32541 and the name of the registered agent at that address is Kelly Martine.

ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager in accordance with the terms of the Operating Agreement of the Company. The name and address of the manager as of the date hereof is as follows:

> Kelly Martine 225 Main Street, Suite 1 Destin, Florida 32541

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has executed these Amended and Restated Articles of Organization on the date set forth below.

Kelly Martine

Date: 8/17/16

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of BARBERY COAST DESTIN, LLC. I am familiar with and accept the duties and obligations of such designation.

Kelly A. Montro

Date: 8/17/16

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