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AUTHORIZATION :

*Patricia Pujols*

COST LIMIT : \$ 285.00

ORDER DATE : February 22, 1999

ORDER TIME : 10:34 AM

ORDER NO. : 142335-005

CUSTOMER NO: 121767A

CUSTOMER: Martin J. Genauer, Esq  
KARP & GENAUER, P.A.  
KARP & GENAUER, P.A.  
Suite 1202  
2 Alhambra Plaza  
Coral Gables, FL 33134

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DOMESTIC FILING

NAME: OCEAN BALLROOM, LLC

EFFECTIVE DATE:

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XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

|           |                    |
|-----------|--------------------|
| Name      | <i>[Signature]</i> |
| Available | <i>[Signature]</i> |
| Document  | <i>[Signature]</i> |
| Examined  | <i>[Signature]</i> |
| Updated   | <i>[Signature]</i> |
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**ARTICLES OF ORGANIZATION**

**OF**

**OCEAN BALLROOM, LLC**

The undersigned subscribing member to these Articles of Organization, hereby forms  
Limited Liability Company under the laws of the State of Florida.

**ARTICLE I**

**NAME**

The name of the Limited Liability Company is **OCEAN BALLROOM, LLC.**

**ARTICLE II**

**DURATION AND COMMENCEMENT OF EXISTENCE**

The existence of the Limited Liability Company shall commence upon the date of filing of these Articles of Organization with the Florida Department of State. The Limited Liability Company shall exist perpetually unless sooner terminated as provided herein.

**ARTICLE III**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the Limited Liability Company's principal office and mailing address is 18100 Collins Avenue, Miami Beach, Florida 33180.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of this Limited Liability Company is Alhambra Registered Agents, Inc. The street address of the initial registered office of the Limited Liability Company in the State of Florida is c/o Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, FL 33134.

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ARTICLE V  
DISSOLUTION; WINDING UP; LIQUIDATION

A. Dissolution. The Limited Liability Company shall be dissolved on the happening of any of the following events:

- i. Death, insanity, bankruptcy, retirement or withdrawal of any Member who is an individual.
- ii. Dissolution or bankruptcy of any Member which is an entity.
- iii. Unanimous agreement of the Members to dissolve.
- iv. The sale of all or substantially all of the assets of the Limited Liability Company.
- v. The happening of any event that makes it unlawful, impossible or impractical to carry on the business of the Limited Liability Company.

B. Right to Continue Business. The remaining Members of the Limited Liability Company shall have the right to continue the business upon the dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by notice by any one or more Members (representing at least a majority of the remaining interests in the Limited Liability Company) to the remaining Members within thirty (30) days after dissolution as described in subsection A. of this Article.

ARTICLE VI  
MANAGEMENT

The Limited Liability Company shall be managed by its Members whose names and addresses are listed below:

Paula Cowpland  
8120 Cleary Blvd., Apt. 1216  
Plantation, FL 33324

Natalia Evgamukov  
2820 N. University Dr.  
Sunrise, FL 33322

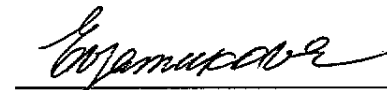
ARTICLE VII  
INDEMNIFICATION

The Limited Liability Company may indemnify, to the full extent permitted by law, any person who is the proper subject of indemnification.

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*IN WITNESS WHEREOF*, the undersigned subscribing members have executed these Articles of Organization effective this 16 day of February, 1999.

  
Paula Cowpland, Member

  
Natalia Evgamukov, Member

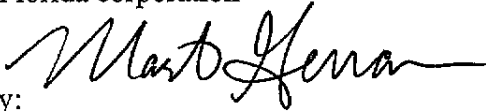
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**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE OF REGISTERED AGENT**

Ocean Ballroom, LLC, a Florida limited liability company, desiring to organize as a Limited Liability Company pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Organization, in the City of Miami Beach, County of Dade, State of Florida, has named Alhambra Registered Agents, Inc. at c/o Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, FL 33134 as its registered agent within the State.

Having been named registered agent for the above-stated Limited Liability Company at the place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

ALHAMBRA REGISTERED AGENTS, INC.,  
a Florida corporation

By: 

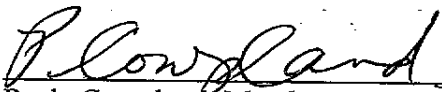
Martin J. Genauer, Vice President


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**AFFIDAVIT RE: CAPITAL CONTRIBUTIONS**  
**OF**  
**OCEAN BALLROOM, LLC**

COME NOW, Paula Cowpland and Natalia Evgamukov, as Members of Ocean Ballroom, LLC, a Florida limited liability company (the "Limited Liability Company"), who deposes and states as follows:

1. The above named Limited Liability Company has two members.
2. The total amount of cash contributed by the members is \$ 200,000.00
3. If any, the agreed value of property other than cash contributed by the members is \$ -0-  
A description of the property is attached and made a part hereto.
4. The amount of cash or property anticipated to be contributed by the members is \$ 1,000,000.00
5. The total amount of 2, 3 and 4 is \$ 1,200,000.00
6. Affiant further sayeth naught.

  
Paula Cowpland, Member

  
Natalia Evgamukov, Member

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State of Florida                     )  
  ) SS:  
County of Miami-Dade            )

BEFORE ME, personally appeared Paula Cowpland and Natalia Evgamukov as Members of Ocean Ballroom, LLC, to me personally known or who produced Canadian DL & European ID as identification, and they did acknowledge to me that they executed the foregoing Affidavit re: Capital Contributions of Ocean Ballroom, LLC, a Florida limited liability company.

WITNESS my hand and official seal this 16<sup>th</sup> day of February, 1999.

My Commission Expires: 3/18/2000

M.A. Jimenez  
Notary Public, State of Florida  
Print Name: Maria A. Jimenez



M.A. JIMENEZ  
My Comm Exp. 3/18/00  
Bonded By Service Inc  
No. CC341033  
☒ Personally Known    ☐ Other I.D.

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