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FILED
2002 MAR 28 PM 4:11
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

George E. Harvey III

E-MAIL: gharvey@swflfp.com

March 26, 2002

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

VIA AIRBORNE

500005174675--3
-03/28/02--01042--016
***160.00 ***160.00

Re: Registration of a Foreign Limited Liability Company (Liar's Club, LLC)

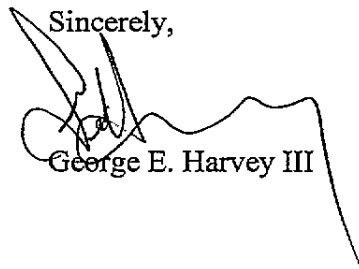
Dear Sir or Madam:

Enclosed please find the following:

1. Application By Foreign Limited Liability Company for Authorization to Transact Business in Florida;
2. Original Certificate of Existence from the Georgia Secretary of State, dated March 18, 2002;
3. Certificate of Designation of Registered Agent/Registered Office;
4. This firm's check in the amount of \$160.00 for the cost of the registration fees; and
5. Pre-paid Airborne envelope for your use when sending us the Letter of Acknowledgement, Certified Copy and Certificate of Status.

Please do not hesitate to contact me or my legal assistant, Melisa DuBois, if you have any questions.

Sincerely,



George E. Harvey III

GEH/mad
Enclosures

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

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1. Liar's Club, LLC
(Name of foreign limited liability company)
2. Georgia
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 01-0640404
(FEI number, if applicable)
4. 03-06-02
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 6005 North Suwanee Avenue
Tampa, Florida 33604
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

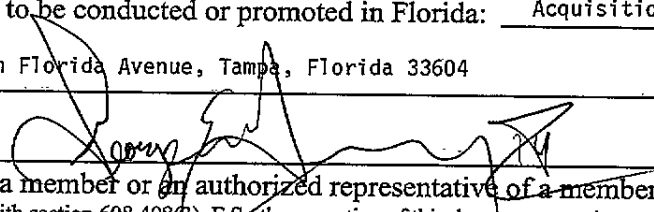
9. The name and usual business addresses of the managing members or managers are as follows:

Richard Cody Smith, 6005 North Suwanee Avenue, Tampa, Florida 33604

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Acquisition of Spinnaker

Lounge located at 6416 North Florida Avenue, Tampa, Florida 33604


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(8), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

George E. Harvey III

Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Liar's Club, LLC

2. The name and the Florida street address of the registered agent and office are:

Richard Cody Smith

(Name)

6005 North Suwanee Avenue

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tampa


FL

33604

(City/State/Zip)

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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 as provided for in Chapter 608, F.S.


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 020770240
CONTROL NUMBER : 0212706
DATE INC/AUTH/FILED: 03/06/2002
JURISDICTION : GEORGIA
PRINT DATE : 03/18/2002
FORM NUMBER : 211

SCREEDER WHEELER & FLINT LLP
GEORGE E. HARVEY III
127 P'TREE ST 1600 CANDLER BLDG
ATLANTA, GA 30303

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

LIAR'S CLUB, LLC
A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox
Secretary of State