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April 11, 2000

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Division of Corporations
Florida Department of State
P. O. Box 6327
Tallahassee, FL 32301

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Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization of Cocoa Crab Company, L.L.C. Our check in the amount of \$125.00 is also enclosed.

Thank you for your assistance in this regard.

Very truly yours,

JACK A. KIRSCHENBAUM

Signed in Mr. Kirschenbaum's absence to avoid delay

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00 APR 17 PM 2:30
TALLAHASSEE, FLORIDA

Name	
Availability	JAK/jab
Document	Enclosures
Examiner	DCC
Updater	DCC
Interpreter	DCC
Verifier	DCC
Acting Judge	DCC
W. P. Verifier	DCC

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(407) 843-8880

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(850) 222-7717

7 pages

**ARTICLES OF ORGANIZATION
OF
COCOA CRAB COMPANY, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be COCOA CRAB COMPANY, L.L.C., and its principal office shall be located at 720 A West King Street, in the City of Cocoa, County of Brevard, State of Florida, with the mailing address being the same, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
2. To purchase or otherwise acquire, undertake, carry on, improve, or develop all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
3. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision or department, and to perform and carry out, assign, cancel, or rescind any such contracts.

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JANUARY 1, 1900

4. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

5. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

Management of this limited liability company is reserved to its members, whose names

and addresses are as follows:

SCOTT C. PETE, JR.
720 A West King Street
Cocoa, FL 32931

CATHERINE CAWTHON
720 A West King Street
Cocoa, FL 32931

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On 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 the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the total amount of \$500.00 cash shall be paid to the limited liability company by the two members proportionally in accordance with their profit shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions proportionately in accordance with their profit shares.

ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

SCOTT C. PETE, JR.	90%
CATHERINE CAWTHON	10%

The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commence of business of the limited liability company, the month and day of the commencement date being the date of filing of record of these Articles of Organization.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares:

SCOTT C. PETE, JR.	90%
CATHERINE CAWTHON	10%

ARTICLE VIII

DURATION

The limited liability company shall have a perpetual existence commencing upon the filing of these Articles of Organization and shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 1800 W. Hibiscus Boulevard, Suite 138, Melbourne, Florida 32902, and the name of the company's initial

registered agent at that address is JACK A. KIRSCHENBAUM.

The undersigned being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of COCOA CRAB COMPANY, L.L.C.

Executed by the undersigned at Brevard County, Florida on April 10, 2000.

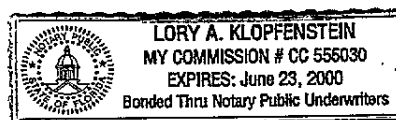
By: [Signature]
SCOTT C. PETE, JR.

By: Catherine Cawthon
CATHERINE CAWTHON

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing was acknowledged before me this 10 day of April, 2000, by SCOTT C. PETE, JR. and CATHERINE CAWTHON (member or agent) on behalf of COCOA CRAB COMPANY, L.L.C., a limited liability company. They are personally known to me or produced _____ as identification.

Lory Klopfenstein
Notary Public



STATE OF FLORIDA)
)
COUNTY OF BREVARD)

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CLERK OF DISTRICT COURT
IN BREVARD COUNTY
FLORIDA

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statements in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is COCOA CRAB COMPANY, L.L.C.

The name of the registered agent for COCOA CRAB COMPANY, L.L.C. is JACK A. KIRSCHENBAUM and the street address of the company's principal office where the agent is located is 1800 W. Hibiscus Boulevard, Suite 138, Melbourne, Florida 32902.

This statement is acknowledged that as indicated above, COCOA CRAB COMPANY, L.L.C., has appointed me, JACK A. KIRSCHENBAUM, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of the 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.

Date: April 11, 2000



JACK A. KIRSCHENBAUM

The foregoing instrument was acknowledged before me this 11 day of April, 2000, by JACK A. KIRSCHENBAUM, agent on behalf of COCOA CRAB COMPANY, L.L.C., a limited liability company. He is personally known to me.



Notary Public

