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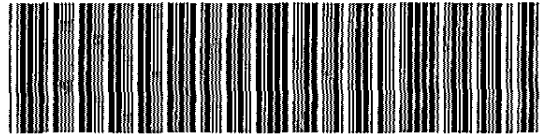
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CORPDIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

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CONTACT: KATIE WONSCH

DATE: 4/1/05

REF. #: 0204.36489

CORP. NAME: EAST COAST TIJUANA FLATS OF FLORIDA FRANCHISE NO. 1, LLC

- ARTICLES OF INCORPORATION       ARTICLES OF AMENDMENT       ARTICLES OF DISSOLUTION
- ANNUAL REPORT       TRADEMARK/SERVICE MARK       FICTITIOUS NAME
- FOREIGN QUALIFICATION       LIMITED PARTNERSHIP       LIMITED LIABILITY
- REINSTATEMENT       MERGER       WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- OTHER:

STATE FEES PREPAID WITH CHECK# 512036 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- CERTIFIED COPY       CERTIFICATE OF GOOD STANDING       PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

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**ARTICLES OF ORGANIZATION**  
**OF**  
**EAST COAST TIJUANA FLATS OF FLORIDA**  
**FRANCHISE NO. 1, LLC**

The undersigned does hereby execute these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the limited liability company shall be:

**EAST COAST TIJUANA FLATS OF FLORIDA**  
**FRANCHISE NO. 1, LLC**

**ARTICLE II**  
**PERIOD OF DURATION**

The period of duration of the Limited Liability Company shall be perpetual.

**ARTICLE III**  
**PURPOSES**

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE IV**  
**ADDRESS AND PLACE OF BUSINESS**

The mailing and street address of the principal office in Florida for the limited liability company is 750 Harold Ave., Winter Park, Florida 32789.

**ARTICLE V  
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the limited liability company's initial registered office in Florida is 2909 Bay to Bay Boulevard, Suite 309, Tampa, FL 33629, and the name of its initial registered agent is Thomas P. McNamara. The limited liability company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE VI  
MANAGEMENT**

All powers of the limited liability company shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed by or under the direction of the managers of the limited liability company. The Board of Managers of this limited liability company shall consist of a number of persons elected in the manner prescribed in the Operating Agreement of the limited liability company. The initial Board of Managers shall consist of two persons. Each manager shall serve a term of the greater of (i) one year, or (ii) the period from his election until the election of his successor; provided, however, any manager may be removed as provided in the Operating Agreement of the limited liability company. The name and current address of the managers who are to serve as the initial managers until the first annual meeting of members and until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
James A. Shaver	17624 Cobblestone Ln. Clermont, FL 34711
Benn S. Irwin	679 Montreal Ln. Sanford, FL 32771

**ARTICLE VII  
RESTRICTIONS ON MEMBERSHIP**

New members shall be admitted to the limited liability company upon approval by the Board of Managers. Contributions required of a new member shall be determined by the Board of Managers as of the time of the admission of the new member to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the operating agreement of the limited liability company.

**ARTICLE VIII  
ACKNOWLEDGMENT**

The undersigned, being the authorized representative of a member of the limited liability company, does hereby certify that the foregoing constitutes the Articles of Organization of EAST COAST TIJUANA FLATS OF FLORIDA FRANCHISE NO. 1, LLC. These Articles of Organization may be amended from time to time in the manner now or hereafter prescribed in the operating agreement of the limited liability company consistent with the laws of the State of Florida.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this   1   day of April, 2005.

  
THOMAS P. MCNAMARA

**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed the registered agent of EAST COAST TIJUANA FLATS OF FLORIDA FRANCHISE NO. 1, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Section 608.415, Florida Statutes.

Executed this   1   day of April, 2005.

  
THOMAS P. McNAMARA