

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32307
(850) 224-870 • 1-800-442-870 • Fax (850) 224-1221

L99000000023

V.A.R. Family Sweets
L.L.C.

W98-29211

00789-01125-02746-000671

L99-23

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
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Verifier	<i>[Signature]</i>
Approval	<i>[Signature]</i>
Signature	<i>[Signature]</i>

Signature

Requested by:

Name

Date

Time

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☐ Art of Inc. File	FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 99 JAN -4 PM 2:51
☐ LTD Partnership File	
☐ Foreign Corp. File	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 30, 1998

CAPITAL CONNECTION

SUBJECT: V.A.R. FAMILY SWEETS, L.L.C.
Ref. Number: W98000029211

We have received your document for V.A.R. FAMILY SWEETS, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include the period of duration, which may be perpetual.

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 398A00061025

corrected
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JAN 14 1999

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ARTICLES OF ORGANIZATION
OF
V.A.R. FAMILY SWEETS, L.L.C.

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We, the undersigned, hereby associate ourselves together for the purpose of organizing a limited liability company under the laws of the State of Florida under and pursuant to the following Articles of Organization, effective this 28th day of December, 1998.

ARTICLE I

The name of the limited liability company is V.A.R. Family Sweets, L.L.C.

ARTICLE II

The mailing address of the limited liability company shall be 7925 Merrill Road, #1802, Jacksonville, Florida 32277, and its street address is the same.

ARTICLE III

The business purpose of the limited liability company is to engage in any lawful act or activity which may be carried on by limited liability companies in the State of Florida and, in connection therewith, the limited liability company shall have and may use, exercise and enjoy all the powers of limited liability companies conferred by the limited liability company laws of the State of Florida.

ARTICLE IV

The street address of the initial registered office of this limited liability company in Florida shall be 225 Water Street, Suite 900, Jacksonville, Florida 32202 and its initial registered agent at that address shall be John R. Crawford. The Board of Managers may, from time to time, change the registered office and registered agent of the limited liability company upon notification to the proper authorities.

ARTICLE V

The limited liability company shall have perpetual existence.

ARTICLE VI

The limited liability company shall be managed by a Board of Managers, who shall be elected by the members in accordance with the Regulations governing the limited liability company. The number of the Managers of this limited liability company shall be not less than one (1) nor more than seven (7) as fixed from time to time by the provisions of the Regulations.

ARTICLE VII

The names and street addresses of the members of the first Board of Managers, who, subject to the provisions of the Regulations and these Articles of Organization, shall hold office until the first annual meeting of members or until their successors are elected and have qualified, are as follows:

<u>Name</u>	<u>Street Address</u>
Gaby El Bahri	7925 Merrill Road, #1802 Jacksonville, Florida 32277

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Elias K. Akiki 6104 Long Champ Drive
Jacksonville, Florida 32244

Youssef Boumechrek 5791 University Club Blvd. North
#701
Jacksonville, Florida 32277

ARTICLE VIII

The names and street addresses of the subscribers of these Articles of Organization, all of whom are members of the limited liability company, or the authorized representatives of members of the limited liability company, are as follows:

<u>Name</u>	<u>Street Address</u>
John R. Crawford	225 Water Street, Suite 900 Jacksonville, Florida 32202
Sharon L. Palmer	225 Water Street, Suite 900 Jacksonville, Florida 32202

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ARTICLE IX

The members shall have the right to admit additional members to this limited liability company, by agreement of two-thirds of the members in interest, upon contribution of such capital as shall be approved by two-thirds of the members.

ARTICLE X

The remaining members of the limited liability company shall have the right to continue the business of the limited liability company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, as prescribed in the Regulations.

ARTICLE XI

In furtherance and not in limitation of the powers conferred by statute, the following specific provisions are made for the regulation of the business and the conduct of the affairs of the limited liability company:

(1) Subject to such restrictions, if any, as are herein expressed and such further restrictions, if any, as may be set forth in the Regulations, the Board of Managers shall have the general management and control of the business and may exercise all of the powers of the limited liability company except such as may be by statute, or by the Regulations as constituted from time to time, expressly conferred upon or reserved by the stockholders.

(2) Subject always to such Regulations as may be adopted from time to time by the members, the Board of Managers is expressly authorized to adopt, alter and amend the Regulations of the limited liability company, but any By-Law adopted, altered or amended by the Managers may be altered, amended or repealed by the members.

(3) The limited liability company shall have such officers as from time to time may be provided in the Regulations and such officers shall be designated in such manner and shall hold their offices for such terms and shall have such powers and duties as may be prescribed by the Regulations or as may be determined from time to time by the Board of Managers subject to the Regulations.

(4) No Manager or officer of this limited liability

company shall, in the absence of fraud, be disqualified by his or her office from dealing or contracting with this limited liability company either as vendor, purchaser or otherwise; nor, in the absence of fraud, shall any contract, transaction or act of this limited liability company be void or voidable or affected by reason of the fact that any such director or officer, or any firm of which any such director or officer is a member or any employee, or any limited liability company or corporation of which any such Manager or officer is an officer, director, manager, member, stockholder or employee, has any interest in such contract, transaction or act, whether or not adverse to the interest of this limited liability company, even though the vote of the Manager or Managers or officer or officers having such interest shall have been necessary to obligate this limited liability company upon such contract, transaction or act; and no Manager or Managers or officer or officers having such interest shall be liable to this limited liability company or to any member or creditor thereof or to any other person for any loss incurred by it under or by reason of any such contract, transaction or act; nor shall any such Manager or Managers or officer or officers be accountable for any gains or profits realized thereon.

ARTICLE X.

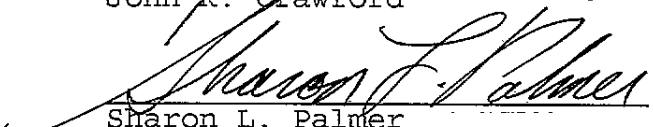
This limited liability company reserves the right to amend, alter, change or repeal any provisions contained herein in the manner now or hereafter prescribed by law, and all rights conferred on members herein are granted subject to this

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reservation.

IN WITNESS WHEREOF, we, the undersigned subscribing members or their representatives, have hereunto set our hands and seals for the purpose of organizing this limited liability company under the laws of the State of Florida, and we hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida these Articles of Organization and certify that the facts herein stated are true, all on this 29th day of December, 1998..


John R. Crawford


Sharon L. Palmer

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(SAL)

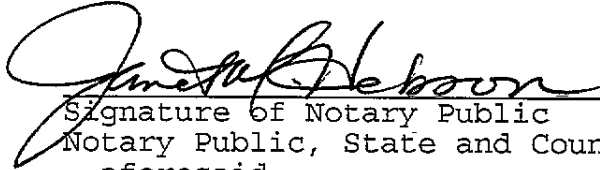
STATE OF FLORIDA

COUNTY OF DUVAL

Before me personally appeared this day John R. Crawford and Sharon L. Palmer, the parties to the foregoing Articles of Organization, who are personally known to me and to me known to be the individuals described in and who executed the foregoing Articles of Organization, and who acknowledged before me that they each made, subscribed and acknowledged the foregoing Articles of Organization as their voluntary act and deed as members and/or representatives of members of said limited liability company, and

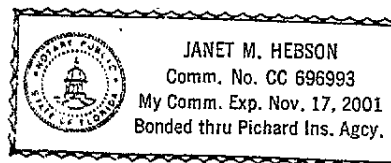
that the facts set forth therein are true and correct.

WITNESS my hand and official seal on this 29th day of
December, 1998.



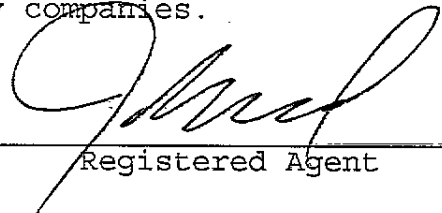
Signature of Notary Public
Notary Public, State and County
aforesaid
My commission expires: _____

(Notarial Seal)



ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for V.A.R.
Family Sweets, a Florida limited liability company, at the place
designated in the Articles of Organization of said limited
liability company, I hereby accept such appointment and agree to
act in this capacity, and agree to comply with the provisions of
law relating to keeping said office open. I further acknowledge
that I am familiar with, and accept, the obligations imposed upon
registered agents of limited liability companies.



Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

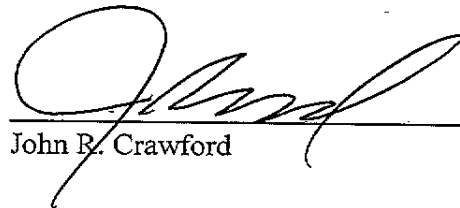
COUNTY OF DUVAL

The undersigned, constituting one of the members, or the authorized representative of one of the members of, and a subscriber to the Articles of Organization of, V.A.R. Family Sweets, L.L.C., a Florida limited liability company (the "limited liability company"), does hereby certify as follows:

1. The limited liability company has at least one member as of the date hereof.
2. The amount of cash contributed by the members of the limited liability company to date is \$1.00. No property other than cash has been contributed by the members.
3. The total amount of cash anticipated to be contributed to the limited liability company at this time is \$1,000, and the property other than cash anticipated to be contributed to the limited liability company is at this time anticipated to be food inventory having a value of \$1,000.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief, this 29th day of December, 1998.


John R. Crawford

Sworn to and subscribed before me
this 29th day of December, 1998.


Notary Public, State and County aforesaid

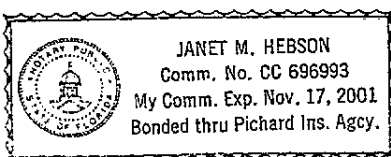

Printed Name of Notary Public

My commission expires: _____

Affiant personally known to me: _____

Affiant produced identification: _____

Type of identification, if any: _____



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