

**L080000092976**

Florida Department of State  
Division of Corporations  
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**L. SELLERS**

OCT - 12008

**EXAMINER**

To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**petrus food, l.l.c.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION  
OF  
PETRUS FOOD, L.L.C.

The undersigned, being authorized to execute and file these Articles, hereby certify that:

**ARTICLE I**

The name of the Limited Liability Company is: PETRUS FOOD, L.L.C.

**ARTICLE II**

The mailing address and street address of the principal office of the Limited Liability Company shall initially be located at 5785 SW 54 Terr., Miami, Florida 33155, or any other place upon which the members agree.

**ARTICLE III**

The period of duration for the Limited Liability Company shall be:  
Perpetual

**ARTICLE IV**

The Limited Liability Company is to be managed by a manager or managers who may be, but are not required to be, members of the Company. The name and address of the managers or member/managers who will serve as managers until the first annual meeting of the members or until their/his successor is selected and qualified in accordance with the Regulations is as follows:

HECTOR BESSON - 5785 SW 54 Terr., Miami, Florida 33155 - Manager

PARQUEMOTRIZ, S.A.- 5785 SW 54 Terr., Miami, Florida 33155 -Manager/Member

**ARTICLE V**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: By unanimous written consent of the existing members as per the terms of the Regulations.

JORGE E. BLANCO, ESQ.  
1401 Ponce De Leon Boulevard, Suite 202  
Coral Gables, Florida 33134  
Telephone No.: (305) 444-0044  
Florida Bar No.: 197807

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## ARTICLE VI

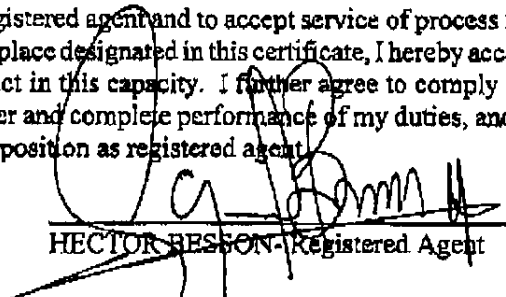
The right, if given, of the members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be as provided for in the written Regulations of the Company.

## ARTICLE VII

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

HECTOR BESSON- 5785 SW 54 Terr., Miami, Florida 33155

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.

  
HECTOR BESSON-Registered Agent

## ARTICLE VIII

Purpose: The Company is organized to own and operate one or more restaurant franchises, and to engage in such other lawful activities as are reasonably necessary, convenient, or incidental to that purpose or any other business permitted under the Act.

## ARTICLE IX

Regulations: Any Regulations as defined in Section 608.402 (13) of the Act, relating to this Limited Liability Company must be in writing and signed by all the Members.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 24 day of September, 2008.

  
HECTOR BESSON- Manager

  
HECTOR BESSON, Registered Agent

In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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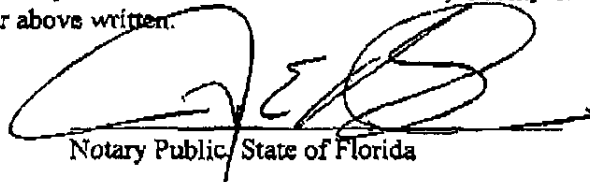
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STATE OF FLORIDA

COUNTY OF MIAMI-DADE

I HEREBY CERTIFY, that on the 24 day of September, 2008, personally appeared before me, HECTOR BESSON to me well known or who has provided his Florida Drivers' License, as identification.

IN WITNESS WHEREOF, I have set my hand and official seal at Miami, County of Miami-Dade, State of Florida, the day and year above written.

  
Notary Public, State of Florida

My Commission Expires:



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**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.**

a. The name of the Limited Liability Company is: **PETRUS FOOD, L.L.C.**

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

**HECTOR BESSON- 5785 SW 54 Terr., Miami, Florida 33155**

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.

  
HECTOR BESSON Registered Agent

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