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REPLY TO: MIAMI OFFICE

**ZACK
KOSNITZKY**
PROFESSIONAL ASSOCIATION

17190 AVUDA PARKWAY
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7/31
August 15, 2001

VIA FEDERAL EXPRESS

A01-1050

Michelle Hodges, Document Specialist
Florida Department of State, Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-07/31/01--01037--005
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Re: Cafeteria of South Beach Ltd. LLLP Qualification
Our File No.: 14718-002

CC

Dear Ms. Hodges,

Please find enclosed the Statement of Qualification for Florida Limited Liability Limited Partnership for Cafeteria of South Beach, Ltd., a Florida limited partnership. As we discussed, there was a mix-up with regard to the original filing of this qualification. Payment for the filing of such qualification was submitted, and as we discussed, you put a stop on the refund. As a result, payment for this qualification has been made.

If you have any questions, please feel free to call me at the above-captioned number.

Sincerely,



L. Ryan Pinder

FILED
01 JUL 31 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership as identified in the records of the Florida Department of State:
Cafeteria of South Beach, Ltd.

Insert limited partnership's Florida document number: _____

or

Attach certificate of limited partnership, affidavit of capital contributions and applicable limited partnership filing fees.

2. Suffix adopted for the above named partnership: LLLP
(LLLP, L.L.L.P.)

3. The street address of its chief executive office: 560 Lincoln Road
Miami Beach, Florida 33139

4. The street address of principal office in Florida: (same as above)

5. The limited partnership hereby elects to be a limited liability limited partnership.

6. The effective dated of this filing should be:

xx as of the date this document is filed with the Florida Secretary of State

or

_____ a date later than the time of filing: _____

7. The name and Florida street address of the partnership's agent for service of process:

KTG & S Registered Agent Corporation

100 Southeast 2nd Street, 28th Floor

Miami, Florida 33131

The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this _____ day of _____

Signature of TWO Partners:

X [Signature]
X [Signature]

Typed or printed names of partners signing above: Susan Leonard, as Manager of Cafeteria of
South Beach, LLC
Michelle Glassberg, as Limited Partner of
Cafeteria of South Beach, Ltd.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Filing Fee: \$25.00
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75