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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

December 30, 1999

LANE & ASSOCIATES, P.A.  
5301 CONROY RD, STE 140  
ORLANDO, FL 32811

SUBJECT: PREMM ENTERPRISES, LLC  
Ref. Number: W99000029699

FILED  
00 JAN 12 PM 9:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for PREMM ENTERPRISES, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 399A00060768

**ARTICLES OF ORGANIZATION  
OF  
PREMM ENTERPRISES, LLC**

The undersigned, as Organizers, for the purpose of forming a limited liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the Limited Liability Company shall be Premm Enterprises, LLC hereinafter referred to as the "Company."

**ARTICLE II -- ADDRESS**

The initial mailing address and street address of the principal office of the Company shall be 5301 Conroy Road, Suite 140, Orlando, Florida 32811.

**ARTICLE III -- DURATION**

The Company shall commence its existence as of January 2, 2000. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV -- BUSINESS PURPOSE**

The primary business purpose of the company is to create, organize, manage, and operate a limited liability company in the State of Florida, which shall be active in the restaurant industry. Provided further however, the Company shall be permitted to engage in any form of legal business as permitted under the laws of the State of Florida.

**ARTICLE V -- REGISTERED OFFICE AND AGENT**

The name and street address of the Registered Agent of the Company in the State of Florida is Paul Camp Lane, Attorney at Law, 5301 Conroy Road, Suite 140, Orlando, Florida 32811.

**ARTICLE VI -- CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

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## **ARTICLE VII -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

## **ARTICLE VIII -- ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer interest in the Company as set forth in the regulations of the Company, which shall provide for the consent of the other members. The transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his interest approve of the proposed transfer by unanimous written consent.

## **ARTICLE IX -- TERMINATION OF EXISTENCE**

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

## **ARTICLE X -- MANAGEMENT**

The Company shall be managed by a President/Manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial President/Manager of the Company is Mrs. Irene Premm, 5403 Elm Court, Orlando, FL 32811. The names and address of the members of the Company are:

### **NAME**

### **ADDRESS**

Anton Premm and Irene Premm.  
Husband and Wife,  
Tenants by the Entireties

5403 Elm Court  
Orlando, Florida 32811

IN WITNESS WHEREOF, the undersigned Organizer has made and subscribed these Articles of Organization at Orlando, Orange County, Florida, on this 21<sup>st</sup> day of December, 1999.

X Paul Camp Lane

Paul Camp Lane  
Organizer and Attorney for  
Anton Premm and Irene Premm

STATE OF FLORIDA  
COUNTY OF ORANGE

Sworn to (or affirmed) and subscribed before me this 21st day of December, 1999, by Paul Camp Lane, as organizer of Premm Enterprises LLC, who identified himself to me by producing a valid form of identification.



Amy L. Scharf  
My Commission CC807142  
Expires February 7, 2003

Amy L. Scharf  
Notary Public – State of Florida  
(SEAL)

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**Exhibit A**

Member Contributions for the Florida Limited Liability Company known as  
Premm Enterprises, LLC

<u>Member's Name</u>	<u>Percentage Ownership</u>	<u>Capital Contribution</u>
Anton Premm and Irene Premm Husband and Wife, as Tenants by the Entireties	100%	\$1,000.00

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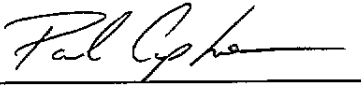
**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

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 FLORIDA.

- 1.) The name of the limited liability company is Premm Enterprises, LLC.
- 2.) The name and the Florida street address of the registered agent are:

Paul Camp Lane, Attorney  
5301 Conroy Road, Suite 140  
Orlando, FL 32811

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 appoint 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.

X 

Paul Camp Lane, Registered Agent

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TALLAHASSEE, FLORIDA  
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