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CAPITAL CONNECTION, INC.  
417 E. Virginia Street, Suite 1 Tallahassee, Florida 32302  
(850) 448-1100 (850) 442-1622 Fax (850) 442-1222

Vintage Gourmet, LLC

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-05/16/00--01030--023  
\*\*\*\*155.00 \*\*\*\*155.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File Cert.
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

FILED  
00 MAY 16 AM 10:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
00 MAY 16 AM 10:21  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA  
LK 5/16

Signature

Requested by: LM 5/16 9:30

Name Date Time

Walk-In Will Pick Up

4p

**ARTICLES OF ORGANIZATION OF  
VINTAGE GOURMET, L.L.C.**

The undersigned, KEITH T. SHEARLOCK, a natural person competent to contract and a member of VINTAGE GOURMET, L.L.C., hereby presents these Articles of Organization as the Articles of Organization of VINTAGE GOURMET, L.L.C., a limited liability company formed under the provisions of Chapter 608, Florida Statutes.

**ARTICLE I - NAME**

The name of the limited liability company is:

VINTAGE GOURMET, L.L.C.

This limited liability company is referred to in these articles of organization as the Company.

**ARTICLE II - PRINCIPAL OFFICE ADDRESS**

The mailing and street address of the principal office of the Company is 3005 East Cervantes Street, Pensacola, Florida 32503.

**ARTICLE III - PURPOSES AND POWERS**

This Company is organized for any legal and lawful purpose for which a limited liability company may be organized and may exercise all powers and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

**ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE**

The date for commencement of the Company's existence shall be May 12, 2000. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

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

The address of the registered office of the Company is 3005 Cervantes Street, Pensacola, Florida 32503, and the name of the registered agent at that address is Katherine W. Shearlock.

#### **ARTICLE VI - MANAGEMENT**

The Company will be managed by its members who own Class A Membership Units. Class A Membership Units shall be the only membership units that have voting rights. All other classes of membership units shall have no voting rights. The names and addresses of the initial members holding Class A Membership Units that will manage the Company in accordance with the regulations or operating agreement of the Company are as follows:

Keith T. Shearlock  
3005 Cervantes Street  
Pensacola, FL 32503

Katherine W. Shearlock  
3005 Cervantes Street  
Pensacola, FL 32503

Gary Serafin  
3005 Cervantes Street  
Pensacola, FL 32503

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#### **ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS**

Members owning a majority in interest of the Class A Membership Units shall have the right to admit new members of any class. Contributions required of new members shall be determined as of the time of admission to the Company.

#### **ARTICLE VIII - RESTRICTION ON MEMBERSHIP**

A member may not sell or otherwise transfer his or her Membership Units until the member has complied with the restrictions, including a right of first offer and a right of first refusal, contained in the Operating Agreement for the Company.

**ARTICLE IX - AMENDMENT**

Unless otherwise provided in the Operating Agreement for the Company, these Articles of Organization or any amendment thereto may be amended in accordance with the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization on the date set forth below.

MEMBER:

*KTSL*

\_\_\_\_\_  
KEITH T. SHEARLOCK

Date: 12 May, 2000

**REGISTERED AGENT ACCEPTANCE**

I do hereby accept the foregoing designation as registered agent of VINTAGE GOURMET, L.L.C. Further, I am familiar with and accept the duties and obligations of such designation.

*K Shearlock*  
\_\_\_\_\_  
KATHERINE W. SHEARLOCK

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