

**L00000007752**

CAPITAL CONNECTION, INC.  
417 E. Virginia Street, Suite 100 Tallahassee, Florida 32302  
(850) 224-3700 1-800-333-8000 Fax (850) 224-3700

The Bushy Parrot  
Restaurant, LLC

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-06/30/00--01029--009  
\*\*\*\*125.00 \*\*\*\*125.00

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ 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 Name
- ☐ 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

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Signature

Requested by:

Name

Date

Time

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**ARTICLES OF ORGANIZATION**  
**OF**  
**THE RUSTY PARROT RESTAURANT, L.L.C.**  
**a Florida Limited Liability Company**

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**ARTICLE I**  
**NAME**

The name of this Limited Liability Company is THE RUSTY PARROT RESTAURANT, L.L.C. (the "Company").

**ARTICLE II**  
**PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III**  
**ADDRESS**

The mailing and street address of the Company 's principal place of business is 1029 Delacroix Circle, Nokomis, Florida 34275.

**ARTICLE IV**  
**DURATION**

The Company's existence shall commence on the date of filing and shall be perpetual until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

**ARTICLE V  
MANAGEMENT**

The Company shall be managed by a Manager. The manager shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

**ARTICLE VI  
MANAGER MANAGEMENT**

The name and address of the Manager is:

Douglas Laudenslager  
1029 Delacroix Circle  
Nokomis, Florida 34275

**ARTICLE VII  
MEMBERS**

The name and address of the initial members is as follows:

Douglas Laudenslager	1029 Delacroix Circle	Nokomis, Florida 34275
John P. Laudenslager	1029 Delacroix Circle	Nokomis, Florida 34275
Limage Holding (USA), Inc.	1029 Delacroix Circle	Nokomis, Florida 34275

**ARTICLE VIII  
ADMISSION OF NEW MEMBERS**

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

**ARTICLE IX  
CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION  
AND MEMBER VOTING**

A. Initial Contributions. The total amount of cash or property to be initially contributed by each of the initial members of the of the Company is as follows:

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<u>Name</u>	<u>Percentage</u>
Douglas Laudenslager	60%
John P. Laudenslager	20%
Limage Holding (USA), Inc.	20%

B. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

C. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

D. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

#### ARTICLE X ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

#### ARTICLE XI AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

#### ARTICLE XII INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 1029 Delacroix Circle, Nokomis, Florida 34275. The Members may from time to time, by amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as John P. Laudenslager. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members by an amendment of these Articles.

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THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of THE RUSTY PARROT RESTAURANT, L.L.C. this 29th day of June, 2000.

AUTHORIZED REPRESENTATIVE  
Of THE RUSTY PARROT RESTAURANT, L.L.C.


  
JOHN P. LAUDENSLAGER, Member


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STATE OF FLORIDA       )  
COUNTY OF SARASOTA   )

The foregoing instrument was acknowledged before me this 29th day of June, 2000, by JOHN P. LAUDENSLAGER, Member, as Authorized Representative of THE RUSTY PARROT RESTAURANT, L.L.C., who is personally known to me, or who has produced FL Dr Lic. as identification.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.

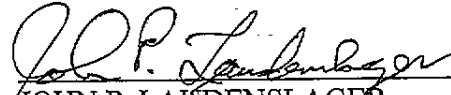
  
Notary Public, State of Florida  
My Commission Expires:

 Sue Ann Herzog  
My Commission CC758269  
Expires July 12, 2002

## ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby state that he is familiar with, and accepts the obligations of his position as Registered Agent and designates as his location for service of process as:

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)  
JOHN P. LAUDENSLAGER

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