

L000000010324

WEINSTOCK & SCAVO, P.C.

ATTORNEYS AT LAW

SUITE 300
3405 PIEDMONT ROAD, N.E.
ATLANTA, GEORGIA 30305

TELEPHONE
(404) 231-3999

FACSIMILE
(404) 231-1618

MICHAEL WEINSTOCK
ALSO ADMITTED IN FL IL & NJ
JAMES J. SCAVO
ALSO ADMITTED IN CALIF
JOHN P. WILSON, III
STEVEN M. WINTER
MICHAEL J. ZENNER
ALSO ADMITTED IN MN
LOUIS R. COHAN
STEPHEN A. WINTER
ALSO ADMITTED IN FL
RICHARD J. CAPRIOLA
ALSO ADMITTED IN DC
JAN P. COHEN
J. BERTRAM LEVY
ANTHONY T. POLVINO
MARK I. SANDERS
CATHLEEN ROBSON SMITH
ALSO ADMITTED IN FL

ADAM M. GLEKLEN
JEFFREY P. YASHINSKY
ALSO ADMITTED IN MI
A. JOSEPH COOMES
RACHEL A. ELOVITZ
SUSAN B. JACOBS
MARGARET HUGHES VATH
WILLIAM J. ORR
ELIZABETH M. JAFFE
SHAWN M. WILLSON
ALSO ADMITTED IN FL
KERRY LUNZ
JET HARRIS
THOMAS BARTOLOZZI
ALSO ADMITTED IN NY, NJ, PA
ADAM K. PRINTZ
JAMI M. KOHN

August 16, 2000

VIA U.S. FIRST CLASS MAIL

Florida Secretary of State
Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

9000003364639--0
-08/18/00--01074--011
*****100.00 *****100.00

RE: MSE Branded Food Systems of Miami, LLC

Dear Sir/Madam:

L-10324

9000003364639--0
-08/18/00--01074--012
*****60.00 *****60.00

Enclosed please find an original and one copy of the Articles of Organization for the above limited liability company. I have also enclosed checks totaling \$160.00 to cover the requisite fees. As indicated the registered agent will be CT Corporation System. Please return a certified copy of the Articles of Organization and a certificate of status in the self-addressed stamped envelope enclosed for your convenience.

If you have any questions, please contact the undersigned. Thank you for your assistance in this matter.

Sincerely,

SMW/cak

Steven M. Winter

SMW:cak
Enclosures
HOUGH/DADE/CORRESPFL SOS 01

FILED
00 AUG 18 PM 2:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA
8/28

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: **MSE Branded Food Systems of Miami, LLC**

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

**332 Washington Street, NW, Suite 207
Gainesville, Georgia 30501**

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

CT Corporation System

Name

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** acceptable)

Tallahassee FL 33324

City, State, and Zip

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 as provided for in Chapter 608, F.S..

Registered Agent's Signature

**JENNIFER F AULTMAN
ASSISTANT SECRETARY**

Article IV - Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers, and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member

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

Steven M. Winter, Esq.

Typed or printed name of signee

FILING FEES:

- \$ 100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (OPTIONAL)
- \$ 5.00 Certificate of Status (OPTIONAL)

FILED
00 AUG 18 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA