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1. Corporation Name (S) & DOCU	MENT NUMBER(S), (if known): (Document #)	
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NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS -09/28/00 ****160. Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	01045004 00 ****160.00
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	RECE SEP 28
CR2E031(7/97)	Examiner's Init	tials 10 g

BERRIN COOKIE ENTERPRISES LLC

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

BERRIN COOKIE ENTERPRISES LLC

ARTICLE II - Address

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

9001 SW 56th Court Miami, Florida 33156

ARTICLE III - Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV - Management

The Limited Liability Company shall be managed by one or more manager(s) (who shall be designated "Manager"). The Limited Liability Company shall initially have two (2) managers, whose names and addresses are:

Ray Berrin 9001 SW 56th Court Miami, Florida 33156

Roslyn K. Berrin 9001 SW 56th Court Miami, Florida 33156

ARTICLE V - Registered Agent and Office

The name and address of the initial registered agent of the Limited Liability Company is:

Robert Berrin 4601 Ponce de Leon Boulevard, Suite 300 Coral Gables, Florida 33146

ARTICLE VI - Admission of Additional Members

Additional members may be admitted to this Limited Liability Company upon the unanimous approval of all of the members of this Limited Liability Company, on such terms and conditions as may be approved by all of the members of this Limited Liability Company.

ARTICLE VII - Members Rights to Continue Business

The remaining members of this Limited Liability Company have the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member.

Roslyn K. Berrin, Sole Member of the Limited

Liability Company

(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.)

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above-stated limited liability company at the address designated in the articles of organization pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned individual hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Date: September 26, 2000

Robert Berrin Registered Agent

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