

L0000000 13958

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TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Southern Restaurant Management, LLC

Certificate of Status	0
Certified Copy	1
Page Count	42-03
Estimated Charge	\$155.00

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T-816 P.02/05 F-786

Baker & Hostetler LLP
200 S. Orange Ave., Suite 2300
Orlando, FL 32801
(407) 649-4000

ARTICLES OF ORGANIZATION
OF
SOUTHERN RESTAURANT MANAGEMENT, LLC

ARTICLE I

Name and Duration

The name of this Limited Liability Company is SOUTHERN RESTAURANT MANAGEMENT, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The mailing address of the Company is 9135 Bay Hill Boulevard, Orlando, Florida 32819. The street address of the principal office of the Company is 2365 Absher Road, St. Cloud, Florida 34771 or such other place as the Members of the Company may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 200 South Orange Avenue, 2300 SunTrust Center, Orlando, Florida 32801. The name of the registered agent at such address is A.G.C. CO.

ARTICLE IV

Company Purposes, Powers and Rights

The nature of the business to be conducted or promoted and the purposes of the Company are to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act.

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ARTICLE V

Management

The Company shall be member managed.

DATED as of the 13th day of November, 2000.

CARY FOURMAN, Member

Cary Fourman

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REGISTERED AGENT CERTIFICATE

Pursuant to the Florida Limited Liability Company Act, the following is submitted, in compliance with the statute:

That is SOUTHERN RESTAURANT MANAGEMENT, LLC, desiring to organize under the laws of the State of Florida, and to establish a registered office as indicated in the Articles of Organization, has named A.G.C. CO., located at 200 South Orange Avenue, 2300 SunTrust Center, Orlando, Florida 32801, as its registered agent to accept service of process and perform such other duties as are required in the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Company at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of the statute relative in keeping open the office, and further states that I am familiar with Section 608.415, Florida Statutes.

A.G.C. CO., an Ohio corporation

By:


Kenneth C. Wright, its Vice President

DATED: November 13, 2000

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 13, 2000

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Tammi Cline
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