

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L010000001887

Caribbean BAY CAFE, Inc

400004270864--0
-05/18/01--01021--030
****125.00 ****125.00

RECEIVED
DEPARTMENT OF STATE
OFFICE OF CORPORATIONS
2001 MAY 18 AM 10:37
LETTERS FILED
TO ACQUAINTANCE
SUFFICIENCY OF FILING

- 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

01 MAY 18 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Signature _____

Requested by: KC 5/18
Name Date Time

Walk-In _____ Will Pick Up _____

UB
5-18-01

ARTICLES OF ORGANIZATION

OF

CARIBBEAN BAY CAFÉ, LC

I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida, these Articles of Organization for the purpose of forming a Company (the "Company") in accordance with the laws of the State of Florida.

ARTICLE I

NAME

The name of this Company is **Caribbean Bay Café, LC**.

ARTICLE II

COMMENCEMENT OF EXISTENCE AND DURATION

The existence of this Company shall commence on the date of the filing of this document, and it shall thereafter perpetually exist from such date. This Company may be terminated as provided in these Articles of Organization or the Company's Regulations.

ARTICLE III

PURPOSE

This Company is created for the purpose of engaging in any lawful act or activity as may be agreed upon by the members and to exercise any powers permitted to limited liability companies under Florida Law that, in either case, are incidental to and necessary or convenient for the accomplishment of the above-mentioned purpose.

ARTICLE IV

MAILING ADDRESS AND PRINCIPAL OFFICE

The principal place of business of this Company shall be:

**6203 Gulf Blvd.
St. Pete Beach, Florida 33706**

and such other place or places as the members may from time to time determine.

01 MAY 18 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE V
REGISTERED AGENT

The initial Registered Agent and Registered Office of this Company shall be:

Dick Kane
1310 Boca Ciega Isle
St. Pete Beach, Florida 33706

ARTICLE VI
INITIAL MEMBERS

The names and addresses of the initial members of this Company are (the "Members"):

<u>Name</u>	<u>Address</u>	<u>Member Interest in Company</u>
Dick Kane	1310 Boca Ciega Isle St. Pete Beach, Florida 33706	50
Sheila Kane	1310 Boca Ciega Isle St. Pete Beach, Florida 33706	50
TOTAL		100

ARTICLE VII
MANAGEMENT OF BUSINESS

The management of this Company shall be vested in **Dick Kane**, as "Managing Member," whose address is 1310 Boca Ciega Isle, St. Pete Beach, Florida 33706. Such Managing Member shall serve in such capacity until the first annual meeting or until a successor is elected and qualified. The Managing Member shall have the right to manage this Company pursuant to specific rules regarding rights and duties of such Managing Member enumerated in the Regulations of this Company.

ARTICLE VIII
REGULATIONS

Contemporaneously with the execution of these Articles of Organization, the Members of this Company shall adopt Regulations containing all provisions for the regulation and management of this Company not inconsistent with laws of the State of Florida or these Articles.

01 MAY 18 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

The power to alter, amend or repeal such Regulations shall be vested in the Members of this Company as decided by majority vote.

ARTICLE IX
OWNERSHIP OF PROPERTY

Real or personal property originally brought into or transferred to this Company, or acquired by this Company by purchase or otherwise, shall be held and owned, and conveyance shall be made, in the name of this Company.

ARTICLE X
TRANSFERABILITY OF MEMBERS' INTEREST

A Member's interest in this Company may be transferred, whether voluntarily or involuntarily, only with the unanimous written consent of all the remaining Members of the Company, if the transferee intends to become a Member. Without this consent, the transferee shall not be entitled to become a Member or to participate in the management of this Company.

ARTICLE XI
PROFITS AND LOSSES

The Members of this Company shall be entitled to the net profits arising from the operation of Company business. Each Member shall be entitled to his or her distributive share of the profits according to his Member Interest in this Company. Losses shall be apportioned to each Member in the same proportion according to his Member Interest in the Company.

ARTICLE XII
ADMISSION OF NEW MEMBERS

Additional members may be admitted from time to time on such terms and conditions as are set forth by a unanimous vote of all Members.

ARTICLE XIII
WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

In the event of withdrawal, retirement, death, bankruptcy or expulsion of a Member, this Company shall cease and terminate its existence; unless the remaining Members unanimously elect to continue in business pursuant to the applicable provisions of the Regulations.

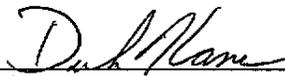
01 MAY 18 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLE XIV
AMENDMENTS**

These Articles, except with respect to the vested rights of the Members, may be amended from time to time, and the amendments shall be filed, duly signed by all Members of this Company, with the Florida Department of State. All Members of the Company agree to abide by such amendments for the purpose of filing with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, as a Member of **Caribbean Bay Cafe, LC**, and as authorized agent for all Members, has executed these Articles of Organization on this 17 day of May, 2001.



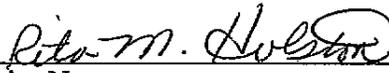
Dick Kane,
Managing Member

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 17th day of May, 2001, by **Dick Kane**, who is personally known to me or who has produced FI DR LIC as identification.



Rita M. Holston
MY COMMISSION # CC812809 EXPIRES
March 26, 2003
BONDED THRU TROY FAIN INSURANCE, INC.



Print Name: _____
Notary Public for State of Florida
(SEAL)
____ Personally Known ID Produced
My Commission Expires: _____

01 MAY 18 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVE
AND
FILED

**CERTIFICATE OF ACCEPTANCE OF
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named as Registered Agent of **Caribbean Bay Cafe, LC**, to accept service of process for the above named Company, at the place designated in these Articles, I hereby acknowledge that I am familiar with my obligations as Registered Agent and agree to act in this capacity, and I further agree to comply with the provisions of all laws and regulations relative to the proper and complete performance of my duties.



Dick Kane

Date: May 17, 2001

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 17th day of May, 2001, by **Dick Kane**, who is personally known to me or who has produced FL DR LLC as identification.

Rita M. Holston



Rita M. Holston
MY COMMISSION # CC812809 EXPIRES
March 26, 2003
BONDED THRU TROY FAJN INSURANCE, INC.

Print Name: _____
Notary Public for State of Florida
(SEAL)

____ Personally Known ID Produced
My Commission Expires:

APPROVED
AND
FILED
01 MAY 18 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA