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August 23, 2001

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-08/27/01--01094--006
*****150.00 *****150.00

Corporate Record Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Re: GOURMET EVERYDAY OF PALM BEACH, LLC

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-09/13/01--01050--007
*****5.00 *****5.00

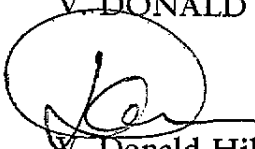
Gentlemen:

We are enclosing the original and a duplicate copy of the Articles of Organization of this proposed limited liability company together with a Designation of Registered Agent and Acceptance of Designation. The duplicate copy of the Articles have been subscribed and acknowledged by the subscriber in the same manner as the original.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to us. Enclosed is a check for \$150.00 to cover the costs of the filing fee, certificate fee and registered agent and designation fee.

Very truly yours,

V. DONALD HILLEY, P.A.


V. Donald Hilley

Enclosures

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 29, 2001

V. DONALD HILLEY
11382 PROSPERITY FARMS RD
PALM BEACH GARDENS, FL 33410

SUBJECT: GOURMET EVERYDAY OF PALM BEACH, L.L.C.
Ref. Number: W01000020166

We have received your document for GOURMET EVERYDAY OF PALM BEACH, L.L.C. and check(s) totaling \$150.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$5.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

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

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Shawn Logan
Document Specialist

Letter Number: 401A00049240

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
GOURMET EVERYDAY OF PALM BEACH, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be GOURMET EVERYDAY OF PALM BEACH, L.L.C., ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is:

Mailing Address: 4101 Coontie Court
Lantana, Florida 33462

Street Address: 4101 Coontie Court
Lantana, Florida 33462

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations, or by law.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

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

Lori Weiner
4101 Coontie Court
Lantana, Florida 33462

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

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ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

Lori Weiner
4101 Coontie Court
Lantana, Florida 33462

Gregory M. Conte
4101 Coontie Court
Lantana, FL 33462

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IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Palm Beach Gardens, Palm Beach County, Florida, on this 24 day of August, 2001.

Lori Weiner
Lori Weiner

Gregory M. Conte
Gregory M. Conte

Sworn to and subscribed before me this 24 day of August, 2001, by Lori Weiner and Gregory M. Conte.

V. Donald Hilley
Notary Public -- State of Florida

Personally Known _____

OR

Produced Identification ✓



V. Donald Hilley
MY COMMISSION # CC764715 EXPIRES
December 2, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Type of Identification Produced: _____

(Seal)

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CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, GOURMET EVERYDAY OF PALM BEACH, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is: GOURMET EVERYDAY OF PALM BEACH, L.L.C..

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

Lori Weiner
4101 Coontie Court
Lantana, Florida 33462

The undersigned, being the person named in the articles of organization of GOURMET EVERYDAY OF PALM BEACH, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Lori Weiner, Registered Agent

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