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LAW OFFICES

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September 19, 2001

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****125.00 ****125.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization for Florida Limited Liability Company for Fresh Concept
Restaurants I, LLC

Greetings:

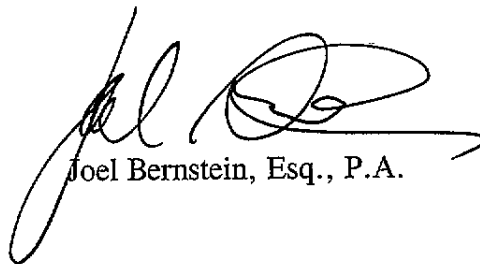
Enclosed please find the Articles of Organization for Florida Limited Liability Company for the
following:

Fresh Concept Restaurants I, LLC

Also, please find enclosed our check in the amount of \$125 to cover the fee.

Please return a copy marked "Filed" to us for our files.

Very truly yours,



Joel Bernstein, Esq., P.A.

JB/jm
enc.

FILED
01 SEP 25 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

FRESH CONCEPT RESTAURANTS I, LLC

ARTICLE II - Address:

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

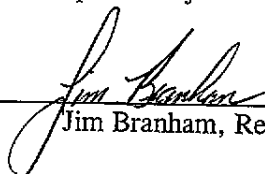
c/o Jim Branham
3902 Sanctuary Drive
Coral Springs, FL 33065

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

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

Jim Branham
3902 Sanctuary Drive
Coral Springs, FL 33065

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.



Jim Branham, Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA

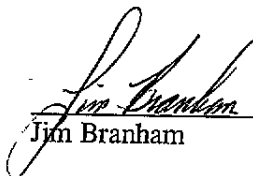
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ARTICLE IV - Management

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

These Articles are executed by Jim Branham, a member of the Limited Liability Company.

Date: September 10, 2001



Jim Branham