

L01000016639

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LIMITED LIABILITY COMPANY

Coffee Butler, LLC

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$155.00

FAX AUDIT #: H01000102922 1
Prepared by: Kipnis Tescher Lippman &
Valinsky
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Ft. Lauderdale, Florida 33301
(954) 467-1964
Steven N. Lippman, FL Bar #: 709638

**ARTICLES OF ORGANIZATION
OF
COFFEE BUTLER, LLC**

The undersigned, a member of Coffee Butler, LLC, adopts the following Articles of Organization for the purpose of organizing a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act:

FIRST: The name of the limited liability company (hereinafter called the "Company") is Coffee Butler, LLC.

SECOND: The mailing address and street address of the principal office of the Company is 1407 Rupp Lane, Lake Worth, Florida 33460.

THIRD: The name of the initial registered agent of the Company in the State of Florida is Steven N. Lippman and the address of the initial registered agent of the Company is 100 Northeast Third Avenue, Suite 610, Ft. Lauderdale, Florida 33301.

FOURTH: The Company is to be manager-managed and the name of the manager is Terry Klassen.

FIFTH: The Company may transact any or all lawful business which limited liability companies may conduct under the Florida Limited Liability Company Act.

Signed on September 26, 2001.


TERRY KLASSEN

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept its appointment as registered agent on which process may be served within the State of Florida for the proposed domestic limited liability company named in the foregoing Articles of Organization.


Steven N. Lippman

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA