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LIMITED LIABILITY COMPANY  
St. Tropez Bistro, L.L.C.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION OF  
ST. TROPEZ BISTRO, 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 St. Tropez Bistro, L.L.C. ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 2063 Indian River Boulevard, Vero Beach, Florida 32960.

**ARTICLE III -- DURATION**

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

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is Barry G. Segal, Esquire, Barry G. Segal, P.A., 2801 Ocean Drive, Suite 204, Vero Beach, Florida 32963.

**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."

**ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

**ARTICLE VII -- ADMISSION OF NEW MEMBERS**

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

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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 the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

### ARTICLE VIII – TERMINATION OF EXISTENCE

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 the consent of all the remaining members, provided there are at least two remaining members or the sole remaining member consents to the addition of a new member(s).

### ARTICLE IX – MANAGEMENT

The company shall be managed by its 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 address of the members of the company are

**NAME**

Jason Gardner

**ADDRESS**

2063 Indian River Boulevard  
Vero Beach, Florida 32960

Kristin A. Gardner

2063 Indian River Boulevard  
Vero Beach, Florida 32960

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**ACCEPTANCE OF REGISTERED AGENT**

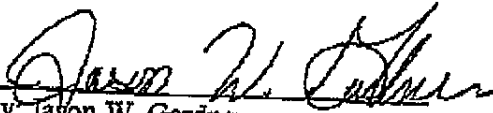
The undersigned, being the person named in the articles of organization of St. Tropez Bistro, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts 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 accept the obligations of the position of registered agent.



Name: Barry G. Segal  
Registered Agent  
2801 Ocean Drive  
Suite 204  
Vero Beach, Florida 32963

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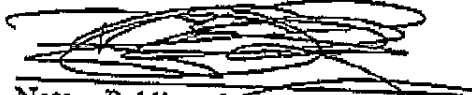
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Vero Beach, Indian River County, Florida, on this 22<sup>d</sup> day of October, 2001.

  
By: Jason W. Gardner

  
By: Kristin A. Gardner

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Sworn to and subscribed before me this 22<sup>d</sup> day of October, 2001, by Jason Gardner, who is personally known to me or who has presented a FL DIVERS LICENSE as identification.

  
Notary Public - State of Florida  
STATE OF FLORIDA  
COUNTY OF INDIAN RIVER



Barry Glen Segal  
MY COMMISSION # CC925790 EXPIRES  
June 10, 2004  
BONDED THRU TRACY FARM INSURANCE INC.

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STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Sworn to and subscribed before me this 22<sup>d</sup> day of October, 2001, by Kristin A. Gardner, who is personally known to me or who has presented a DIVERS LICENSE as identification.

  
Notary Public - State of Florida



Barry Glen Segal  
MY COMMISSION # CC925790 EXPIRES  
June 10, 2004  
BONDED THRU TRACY FARM INSURANCE INC.

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THE AFFIANT SAYS NOTHING FURTHER

Dated this \_\_\_ day of October, 2001.

Jason W. Gardner  
By: Jason Gardner

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

Sworn to and subscribed before me this 22<sup>nd</sup> day of October, 2001, by Jason Gardner, who is personally known to me or who has presented a DRIVERS LICENSE as identification.

[Signature]  
Notary Public - State of Florida



Barry Glen Segal  
MY COMMISSION # CC223790 EXPIRES  
June 10, 2004  
BONDED THROUGH FAIR INSURANCE, INC.

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