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Law Offices of
DAVID R. BERLEY, P.A.
Attorney at Law

848 Brickell Avenue
Suite 200
Miami, FL 33131
(305) 373-8000
Ltr. Fax (305) 375-9428
Lgl. Fax (305) 358-4916
e-mail dberley@compuserve.com

February 27, 2002

3/4 FL LLC

MAJ

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

Re: Newco of Naples at Corporate Square L.L.C.
Our File No. 01-7167

100005040371--5
-03/04/02--01053--008
****155.00 ****155.00

Gentlemen:

Enclosed please find the original Articles of Organization for Florida Limited Liability Company and a copy for the above captioned limited liability company together with a check in the amount of \$155.00. Please file this limited liability company and return the Articles of Organization.

Very truly yours,


David R. Berley

DRB/arm

encls.

Cc: Guillermo Ricciardi

FILED
02 MAR -4 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Newco of Naples at Corporate Square L.L.C

ARTICLE II - Address:

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

c/o Peppers Fine Foods, Inc.
4165 Corporate Square
Naples, FL 34104

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be: Perpetual

ARTICLE IV - Management:

The Limited Liability Company is to be managed by two managers, and the name and address of such managers are:

Alfred Schultz

c/o Peppers Fine Foods, Inc.
4165 Corporate Square
Naples, FL 34104

Guillermo Ricciardi

2477 Clypper Way
Naples, FL

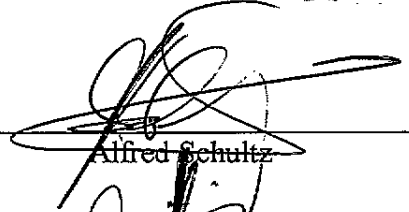
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ARTICLE V - Admission of Additional Members:

The right to admit additional members is limited, the same to only occur upon consent of all members.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be solely upon the affirmative vote of all of the remaining members.



Alfred Schultz



Guillermo Ricciardi

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: Newco of Naples at Corporate Square L.L.C.

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

Berlit Corporate Services, Inc.
848 Brickell Ave.
Suite 200
Miami, Florida 33131

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.

Berlit Corporate Services, Inc.

By: _____

David R. Berley, president

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