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Florida Department of State

Division of Corporations

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To:

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From:

Account Name : PAUL SMITH  
Account Number : I20010000247  
Phone : (305) 673-0347  
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LIMITED LIABILITY COMPANY

BROOKLYN BAGEL FACTORY, L.L.C.

Certificate of Status	0
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Page Count	02
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY**

In compliance with Chapter 608, F.S.

**ARTICLE I NAME**

The name of the Limited Liability Company is:  
Brooklyn Bagel Factory, L.L.C.

**ARTICLE II ADDRESS**

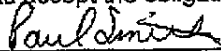
The mailing address and street address of the principal office of the Limited Liability Company is:

1012 Beck Avenue  
Panama City, FL 32401

**ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT SIGNATURE**

The name and the Florida street address of the registered agent are:  
A1A CORPORATE SERVICES INC.  
218 SOUTHERN COUNTRY LANE  
QUINCY, FL 32351

Having been named as registered agent 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..



Registered Agent's Signature

**ARTICLE IV MANAGEMENT**

The Limited Liability Company is to be managed by one member or more members and is, therefore, member - managed company.

**ARTICLE V MEMBERS**

Managing Member : Susan Balk Kradel  
2819 Longleaf Road Panama City, Florida 32405

Managing Member : Lisa Arnold  
303 Hamilton Avenue Panama City, Florida 32401

Managing Member : Brian Kradel  
2819 Longleaf Road Panama City, Florida 32405

Managing Member : Dennis Arnold  
303 Hamilton Avenue Panama City, Florida 32401

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ARTICLE VI

The liability of the members and managers of the LLC for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

Nothing contained in these Articles of Organization shall limit or preclude the exercise of any right relating to indemnification or advancement of attorney's fees and expenses to any person who is or was a member or manager of the LLC.

\*\*\*\*\*



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts

stated

herein are true.

Susan Balk Kradel

Typed or printed name of signee

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