

Division of Corporations

**L020000007302****Florida Department of State**

Division of Corporations  
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**From:**

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**LIMITED LIABILITY COMPANY****B.G.R. Restaurants, LLC**

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DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION  
OF  
B.G.R. RESTAURANTS, LLC**

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The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, set forth the following:

**ARTICLE I - NAME**

The name of this limited liability company is B.G.R. RESTAURANTS, LLC. (the "Company").

**ARTICLE II - PERIOD OF DURATION**

The period of duration of the Company shall be from the date of filing these Articles with the Department of State until the first to occur of the following:

- (i) Thirty (30) years from the date of filing of these Articles of Organization with the Department of State, or
- (ii) Dissolution of the Company pursuant to provisions of the Florida Limited Liability Company Act.

**ARTICLE III - PURPOSE**

The purpose for which the Company is organized is to operate retail food establishments and any other lawful activity. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE IV - ADDRESS OF INITIAL PRINCIPAL OFFICE OF COMPANY

The mailing address and street address of the initial principal office in Florida for the Company is 909 Santa Rosa Blvd. #229, Fort Walton Beach, FL 32548.

ARTICLE V - INITIAL REGISTERED AGENT

The name and street address of the initial registered agent in Florida for the Company is Glyn Love, 909 Santa Rosa Blvd. #229, Fort Walton Beach, FL 32548.

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ARTICLE VI - ADDITIONAL MEMBERS

An interest of a Member of the Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of the Company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee or assignee of the interest of such Member shall have no right to participate in the management of the business and affairs of the Company or to become a Member and in such case the transferee or assignee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which the transferee Member would otherwise be entitled.

ARTICLE VII- CONTINUITY OF BUSINESS

Upon 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 Company, the business of the Company shall not be continued and the Company shall be dissolved

unless there is obtained within thirty (30) days thereafter the consent of all the remaining Members of the Company to a continuation thereof.

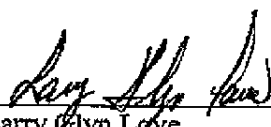
ARTICLE VIII- MANAGEMENT

The Company is to be managed by one or more manager or managers, and is therefore a manager-managed limited liability company.

ARTICLE IX - AUTHORIZED REPRESENTATIVE

The name of the authorized representative for purposes of executing these Articles Organization is Larry Glyn Love.

IN WITNESS WHEREOF, the undersigned has executed these Articles on this \_\_\_\_ day of March, 2002, as the authorized representative for the Member(s) of the Company.

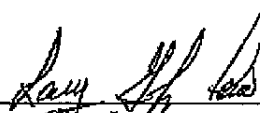
By:   
Larry Glyn Love,  
Authorized Representative

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ACCEPTANCE BY THE REGISTERED AGENT

I, Larry Glyn Love, hereby accept appointment as Registered Agent for the Limited Liability Company, B.G.R. RESTAURANTS, LLC, and do hereby understand and accept the obligation of the position, and acknowledge my acceptance with my signature below on this \_\_\_\_ day of March, 2002.

  
\_\_\_\_\_  
Larry Glyn Love,  
Registered Agent

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