

Mel's Tampa, L.L.C.
27141 Homewood Dr.
Bonita Springs, FL 34135

L02000009088

September 26, 2002

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

Re: Filing of Articles of Amendment to Articles of Organization of
Mel's Tampa, L.L.C. Document # L02000009088

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-09/30/02--01058--017
*****55.00 *****55.00

Dear Sir/Madam:

We enclose the a.m. filing with a check in the amount of \$55.00 (\$25.00 filing fee and \$30.00 certified copy).

If you have any further questions please call me at 239 947 0615.

Thank you for your attention to this matter.

Sincerely,
Mel's Tampa, L.L.C.


H.-Otto Herder
Managing Partner

APPROVED
AND
FILED
02 SEP 30 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encl.

JB
10-1-02

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

MEL'S TAMPA, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was APRIL, 12, 2002.

SECOND: The following amendment(s) to the articles of organization ~~was~~ were adopted by the limited liability company:

S. ATTACHED COPIES

Dated SEPTEMBER, 26, 2002

Hans Otto Herder

Signature of a member or authorized representative of a member

HANS- OTTO HERDER

Typed or printed name of signee

02 SEP 30 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

Filing Fee: \$25.00

**AMENDED
ARTICLES OF ORGANIZATION OF
MEL'S-TAMPA, L.L.C.**

The undersigned member hereby certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be **MEL'S-TAMPA, L.L.C.**

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this limited liability company shall be 27141 Homewood Drive, Bonita Springs, Florida 34135.

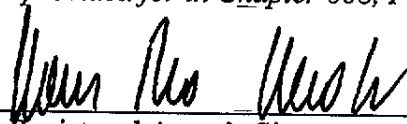
ARTICLE III

**DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

The Name and the Florida street address of the registered agent are:

Hans-Otto Herder
27141 Homewood Drive
Bonita Springs, Florida 34135

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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE IV

MANAGEMENT

This limited liability company is to be managed by one or more managers and is, therefore, a manager-managed company. The names and the addresses of the managers are as follows:

Heidrun Herder
27141 Homewood Drive
Bonita Springs, Florida, 34135

H. Otto Herder
27141 Homewood Drive
Bonita Springs, Florida 34135

ARTICLE V

MEMBERS' RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon the unanimous consent of such remaining members.

Executed by the undersigned member at Naples, Florida on September 20, 2006


Hans-Otto Herder

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

ASSIGNMENT OF MEMBERSHIP INTEREST

FOR VALUE RECEIVED, Chris J. Karakosta hereby transfers, assigns and sets over to Hans-Otto Herder and Heidrun Herder all of his 50% membership interest in Mel's-Tampa, L.L.C., a Florida limited liability company.

Assignees, by their acceptance of this Assignment, hereby agree that Chris J. Karakosta is released and discharged from any liability or obligation under the Operating Agreement of Mel's-Tampa, L.L.C. dated May 31, 2002.

EXECUTED this 20 day of September, 2002.

Hans-Otto Herder
Witness

Heidrun Herder
Witness

Chris J. Karakosta
Chris J. Karakosta

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TALLAHASSEE, FLORIDA

RESIGNATION

Chris J. Karakosta hereby resigns as Manager and Registered Agent of Mel's-Tampa, L.L.C. effective immediately.

EXECUTED this 20 day of SEPTEMBER, 2002.

Shmita Karakosta
Witness

[Signature]
Witness

[Signature]
Chris J. Karakosta

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED