

# L02000009145

Law Office of John R. Collins, Esq.  
1212 Georgia Street, Key West, FL 33040

Telephone (305) 296-4455  
E-Mail: KeyWest642@aol.com

April 10, 2002

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

400005272784--5  
-04/15/02--01064--014  
\*\*\*155.00 \*\*\*155.00

Dear Madam/Sir:

Enclosed please find the original and one copy of the Articles of Organization Of Seafood Pie And Pasta Key West, Limited Liability Company.

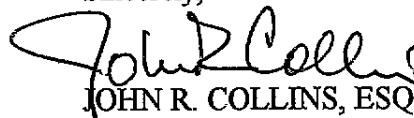
Also enclosed is a check in the amount of \$155.00 to cover the costs of the following:

- |  |          |
|--|----------|
| 1. Filing the Articles:                        | \$100.00 |
| 2. Filing the Resident Agent Acceptance:       | \$ 25.00 |
| 3. Providing a certified copy of the Articles: | \$ 30.00 |

Please send the certified copy of the Articles to the undersigned at the above address.

Thank you for your attention to this matter, and should you require any further information please do not hesitate to contact me by telephone a (305) 293-1400 x307 or at (305) 522-3811.

Sincerely,

  
JOHN R. COLLINS, ESQ.

JRC:jc  
cc: Client, File

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

JB  
4-17-02

**ARTICLES OF ORGANIZATION OF  
SEAFOOD PIE AND PASTA KEY WEST,  
LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

**ARTICLE I — Name:** The name of the limited liability company (hereinafter referred to as the "Company") is "Seafood Pie And Pasta Key West, Limited Liability Company."

**ARTICLE II — Address:** The mailing address and street address of the principal office of the Company is 5948 Maloney Avenue, Key West, FL 33040.

**ARTICLE III — Registered Agent:** The name and the Florida street address of the initial registered agent are KATHY LEMELIN, 5948 Maloney Avenue, Key West, FL 33040.

**ARTICLE IV — Management:** The Company is to be managed by the Members.

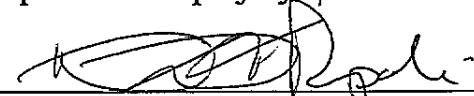
**ARTICLE V — Limitation on Agency Authority of Members:** Pursuant to section 608.4235 of the Florida Limited Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a Member.

**ARTICLE VI — Operating Agreement:** Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the Members.

**IN WITNESS WHEREOF,** I have signed these Articles of Organization and acknowledged them to be my act this April 10, day of February, 2002.

  
\_\_\_\_\_  
KAROLE RISPOLI, Authorized Representative

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
\_\_\_\_\_  
KAROLE RISPOLI, Authorized Representative

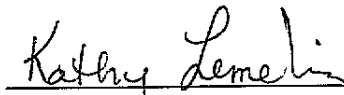
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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AND  
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## STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as Registered Agent to accept service of process for the foregoing stated Limited Liability Company at the street address designated in Article III. 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 under Chapter 608, Florida Statutes.

In accordance with Section 608.408(3), Florida Statutes, the execution of this statement constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Kathy Lemelin

Date: April 10, 2002

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED