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OF COUNSEL
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File No. 2020273

April 15, 2002

Via Federal Express 8328 9730 8836

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

800005282558--7
-04/16/02-01052-020
***160.00 ***160.00

Re: Articles of Organization for Key West Diner, LLC
Articles of Organization for The Monroe Donut Company, LLC
Articles of Organization for LPI Restaurant Group, LLC

Dear Sir/Madam:

Enclosed please find the original Articles of Organization and a check in the amount of \$160 for each of the above referenced.

Should you have any questions please contact me.

Very truly yours,

Oscar R. Rivera
Oscar R. Rivera

ORR/dh
Enclosures

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
FOR
KEY WEST DINER, LLC
(A Florida Limited Liability Company)**

ARTICLE I - Name:

The name of the limited liability company is "KEY WEST DINER, LLC" (the "Limited Liability Company").

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall commence on the date on which these Articles of Organization are filed with the Department of State of the State of Florida, and shall be perpetual.

ARTICLE III - Purpose:

The Limited Liability Company is formed to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act (Section 608.401, et seq., Florida Statutes).

ARTICLE IV - Address:

The mailing and street address of the principal office of the Limited Liability Company shall be 3326 Mary Street, Suite 302, Miami, Florida 33133

ARTICLE V - Management/Members:

The Limited Liability Company shall be manager-managed.

ARTICLE VI - Registered Agent:

The registered agent for service of process on the Limited Liability Company shall be SKRLD, Inc., 201 Alhambra Circle, Suite 1102, Coral Gables, Florida 33134.

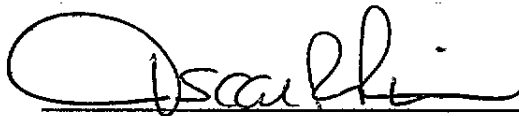
Oscar R. Rivera, Esq.
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(305) 442-3334

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IN WITNESS WHEREOF, the undersigned hereby affirm under the penalties of perjury that the facts stated hereinabove are true and have executed this instrument as of this ____ day of APRIL 15, 2002.



Oscar R. Rivera, as authorized
Representative of the members of the
Limited Liability Company

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, SKRLD, Inc. states that it is familiar with and hereby agrees to act in this capacity, and agrees to comply with the obligations of said position.

Dated this 15TH day of APRIL, 2002.

SKRLD, INC., Registered Agent

By: 
Oscar R. Rivera
Florida Bar No. 329193

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TALLAHASSEE, FLORIDA

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