

L020000015410

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000154088 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : BURKE AND BLUE, P.A.
Account Number : 072100000111
Phone : (850)769-1414
Fax Number : (850)784-0857

W26/20
02 JUN 19 AM 9:45
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY
Panama City Brewery, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

41

06/19/02 WED 15:44 FAX 850 784 0857 LES W. BURKE
Department of State 6/19/2002 4:15 PAGE 1/1 RightFAX

002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 19, 2002

BURKE AND BLUE, P.A.

SUBJECT: PANAMA CITY BREWERY, LLC
REF: W02000017899

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain both the street address of the principal office and the mailing address of the entity.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

FAX Aud. #: H02000154088
Letter Number: 802A00039853

RECEIVED
02 JUN 2002 AM 7:41
DIVISION OF CORPORATIONS
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 19 AM 9:45

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION

FOR

PANAMA CITY BREWERY, LLC

a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be PANAMA CITY BREWERY, LLC ("Company").

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 19 AM 9:45

ARTICLE II - ADDRESS

The mailing address of the principal office of the Company shall be P.O. Box 9850, Panama City Beach, Florida 32417, and the street address of the principal office of the Company shall be 11212 Front Beach Road, Panama City Beach, Florida 32407.

ARTICLE III - DURATION

The period of this Company's duration shall be perpetual, unless terminated by the unanimous written agreement of all members or by the death, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership

PREPARED BY:

Les W. Burke, Esq.

Florida Bar # 110499

Burke & Blue, P.A.

221 McKenzie Avenue

Panama City, FL 32401

(850) 769-1414 fax: (850) 784-0857

H020001540887

of a member, unless the business of the Company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

ARTICLE IV - MANAGEMENT

The Company is to be managed by Co-Managers and the names and addresses of the Co-Managers are:

NAMEADDRESS

Wes Burnham

11212 Front Beach Road
Panama City Beach, FL 32407

Roy Centanni

9527 Clarence Street
Panama City Beach, FL 32407

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is:

Les W. Burke, Esq.
Burke & Blue, P.A.
221 McKenzie Avenue
Panama City, FL 32401

ARTICLE VI -- ADMISSION OF ADDITIONAL MEMBERS

A member's interest in the Company may be assigned in whole or in part upon the unanimous consent of the Members of this Company. Assigned interests will be subject to the

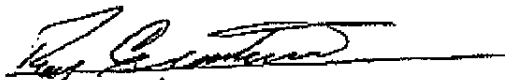
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 19 2 02
9:45

conditions, limitations and restrictions set forth in the Operation Agreement of this Company.

ARTICLE VII -- MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members may continue the business on the death, 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 pursuant to the Operating Agreement.

IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these articles of organization at Panama City, Bay County, Florida, on this 19th day of June, 2002.


Roy Centanni

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 19 AM 9:45

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that PANAMA CITY BREWERY, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at P. O. Box 9850, Panama City Beach, Florida 32417 has named Les W. Burke, Esq., located at 221 McKenzie Avenue, Panama City, County of Bay, State of Florida, 32401 as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


LES W. BURKE, ESQ.

(Resident Agent)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 19 AM 9:45