

FROM : HAMDEN H BASKIN III
Division of Corporations

PHONE NO. :

Jul 01 2002 10:31
Page 1 of 2

L02000016527

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.

((H02000159322 5)))

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 : HAMDEN H. BASKIN, III, PA
Account Number : I20020000047
Phone : (727) 447-2994
Fax Number : (727) 446-0049

LIMITED LIABILITY COMPANY

O'Keefe's Franchise Company, LLC

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$130.00

FROM : HAMDEN H BASKIN III

PHONE NO. :

Jul. 01 2002 10:54AM P2

Audit Fax#: H02000159322 5

ARTICLES OF ORGANIZATION

OF

O'KEEFE'S FRANCHISE COMPANY, LLC

a Florida Limited Liability Company

ARTICLE I

NAME

The name of this Limited Liability Company is:

O'KEEFE'S FRANCHISE COMPANY, LLC

(the "Company").

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

1219 S. Ft. Harrison Ave.
Clearwater, Florida 33756

ARTICLE III

DURATION

The Company's existence shall commence upon the acceptance of the Articles of Organization by the Secretary of State of Florida and shall continue in existence until the expiration of fifty (50) years from such commencement date, unless sooner terminated, liquidated, or dissolved by law or by the unanimous consent of the Members.

ARTICLES OF ORGANIZATION OF O'KEEFE'S FRANCHISE COMPANY, LLC

Hamden H. Baskin, III PA
516 N. Ft. Harrison Ave.
Clearwater, Florida 33755
727/447-2994
FBN 398896

Audit Fax # H02000159322 5

FILED
02 JUL -1 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM : HAMDEN H BASKIN III

PHONE NO. :

Jul. 01 2002 10:55AM P3

Audit Fax#: H02000159322 5

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by its manager and the name and address of such manager who is to serve as manager is:

Arthur G. Scott
1219 S. Ft. Harrison Ave.
Clearwater, FL 33756

ARTICLE V ADMISSION OF NEW MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

The manager may admit new members in its sole and unfettered discretion subject only to the condition that such additional member must agree in writing to be bound as a member by the Operating Agreement of the Company.

ARTICLE VI MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business on 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 limited liability company shall be:

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 limited liability company shall not terminate the company, and the business of the company shall be automatically continued, so long as there is at least one remaining member.

ARTICLES OF ORGANIZATION OF O'KEEFE'S FRANCHISE COMPANY, LLC
Hamden H. Baskin, III PA
516 N. Ft. Harrison Ave.
Clearwater, Florida 33755
727/447-2994
FBN 398896

Audit Fax #H02000159322 5

FILED
02 JUL -1 PM 3:22
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

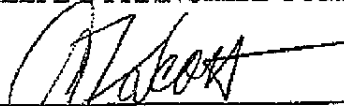
FROM : HAMDEN H BASKIN III

PHONE NO. :

JUL 01 2002 10:55AM P4

Audit Fax#: H02000159322 5

AUTHORIZED REPRESENTATIVE OF
O'KEEFE'S FRANCHISE COMPANY, LLC


ARTHUR G. SCOTT, Member

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 28th day of June, 2002, by ARTHUR G. SCOTT, as Authorized Representative of O'KEEFE'S FRANCHISE COMPANY, LLC, who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.


Notary Public, State of Florida

My Commission Expires:  My Commission # CC846720 EXPIRES July 22, 2003
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida:

The name of the Limited Liability Company is: O'KEEFE'S FRANCHISE COMPANY, LLC.

ARTICLES OF ORGANIZATION OF O'KEEFE'S FRANCHISE COMPANY, LLC
Hamden H. Baskin, III PA
516 N. Ft. Harrison Ave.
Clearwater, Florida 33755
727/447-2994
FBN 398896

Fax Audit # H02000159322 5

FROM : HAMDEN H BASKIN III

PHONE NO. :


Jul. 01 2002 10:55AM P5

Audit Fax#: H02000159322 5

The name and Florida street address of the Registered Agent are:

Hamden H. Baskin, III, Esquire
516 N. Ft. Harrison Avenue
Clearwater, Florida 33755

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.



HAMDEN H. BASKIN, III, ESQUIRE

(SEAL)

STATE
FLORIDA

JUL -1 PM 3:22

FILED

ARTICLES OF ORGANIZATION OF O'KEEFE'S FRANCHISE COMPANY, LLC

Hamden H. Baskin, III PA

516 N. Ft. Harrison Ave.

Clearwater, Florida 33755

727/447-2994

FBN 398896

H02000159322 5

FROM : HAMDEN H BASKIN III

PHONE NO. :

Jul. 01 2002 10:56AM P6

Fax Audit # H02000159322 5

To: Secretary of State
Tallahassee, Florida

CONSENT FOR USE OF NAME

Please be advised Okeefe's, Inc., a Florida corporation, hereby gives consent for the use of the name "Okeefe's" to Arthur Scott, for the purpose of establishing and registering a Florida Limited Liability Company under the name "O'keefe's Franchise Company, LLC, for the purposes and uses set forth in the Articles of Organization, for said company, to which this document is attached.


ANTHONY DuQUESNAY, PRES.

ATTEST:


JACQUELINE MARTINEZ, SEC.

FILED
02 JUL 1 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit # H02000159322 5