

L02000018256

H. FRANK WINN, JR.

ATTORNEY AT LAW
322 SOUTH ALCANIZ STREET
SEVILLE SQUARE
PENSACOLA, FLORIDA 32501

July 16, 2002

MAIL: POST OFFICE BOX 150
PENSACOLA, FLORIDA 32591-0150
TELEPHONE: (850) 434-6214
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Secretary of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

200006487982--6

-07/18/02--01062--001

***155.00 ***155.00

Re: END OF THE LINE CAFÉ, LLC

Dear Sir or Madam:

Enclosed for filing are:

1. Articles of Organization
2. Designation of Registered Agent
3. Fees: Filing Fee for Articles ----- \$100.00
Designation of Registered Agent --- 25.00
Certified copy ----- 30.00
Check enclosed \$155.00

Please return acknowledgment and certified copy to the undersigned.

Very truly yours,


H. FRANK WINN, JR.

HFWjr:emi
Enclosures

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02 JUL 18 AM 10:11
TALLAHASSEE, FLORIDA

7/19/02
just

ARTICLES OF ORGANIZATION
OF
END OF THE LINE CAFÉ, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be END OF THE LINE CAFÉ, LLC

ARTICLE II- ADDRESS

The mailing address and street address of the principal office of the company is 610 East Wright Street, Pensacola, FL 32501.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is C. Scott Satterwhite, 610 East Wright Street, Pensacola, FL 32501.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the

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TALLAHASSEE, FLORIDA

unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulations and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is C. Scott Satterwhite, 309 North 6th Avenue, Pensacola, FL 32501.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Pensacola, Florida, on the 15th day of July, 2002.

Kent C. Stanton
Kent C. Stanton

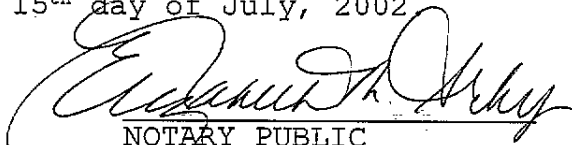
C. Scott Satterwhite
C. Scott Satterwhite

Paula L. Mayberry
Paula L. Mayberry

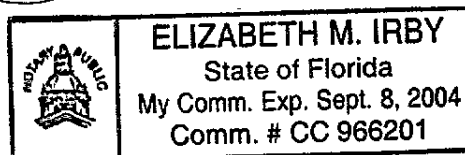
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02 JUL 18 AM 10:11
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Kent C. Stanton, who is personally known to me, this 15th day of July, 2002

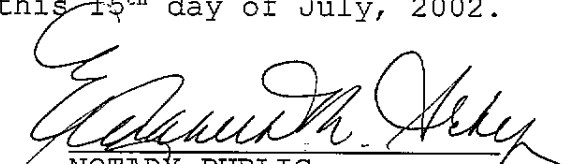

NOTARY PUBLIC

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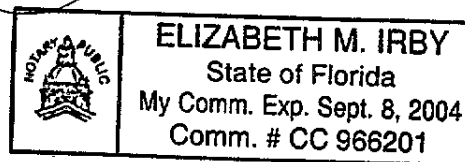


STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by C. Scott Satterwhite, who is personally known to me, this 15th day of July, 2002.

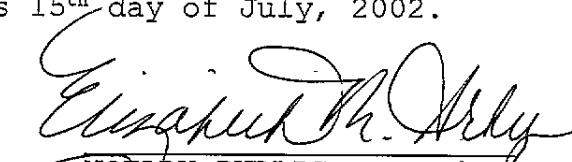

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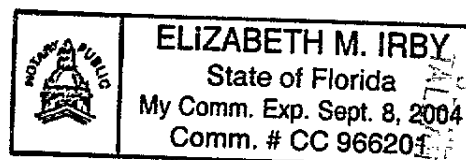


STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Paula L. Mayberry, who is personally known to me, this 15th day of July, 2002.


NOTARY PUBLIC

(SEAL)



FILED
02 JUL 18 AM 10:11
TALLAHASSEE, FLORIDA

EXHIBIT "A"
ARTICLES OF ORGANIZATION
END OF THE LINE CAFÉ, LLC

<u>MEMBER</u>	<u>INITIAL CAPITAL CONTRIBUTION AND VALUE</u>
KENT C. STANTON	\$4,000.00/Cash
C. SCOTT SATTERWHITE	\$4,000.00/Cash
PAULA L. MAYBERRY	\$4,000.00/Cash

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02 JUL 18 AM 10:11
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.415, END OF THE LINE CAFÉ, LLC, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is END OF THE LINE CAFÉ, LLC
2. The name and street address of the registered agent in Florida are:_____

C. Scott Satterwhite
309 North 6th Avenue
Pensacola, FL 32501

The undersigned, being the person named in the articles of organization of END OF THE LINE CAFÉ, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated: July 15, 2002

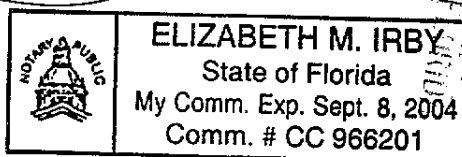
C. Scott Satterwhite
C. Scott Satterwhite
Registered Agent

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by C. Scott Satterwhite, who is personally known to me, this 15th day of July, 2002.

Elizabeth M. Irby
NOTARY PUBLIC

(SEAL)



FILED
02 JUL 19 AM 10:11
CLARK COUNTY FLA

LO2000018256

H. FRANK WINN, JR.

ATTORNEY AT LAW
322 SOUTH ALCANIZ STREET
SEVILLE SQUARE
PENSACOLA, FLORIDA 32501

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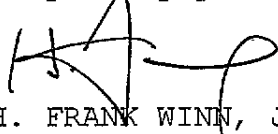
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TALLAHASSEE, FLORIDA
7/19/02

ARTICLES OF ORGANIZATION
OF
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FILED
02 JUL 13 AM 10:11
STATE DEPT OF REVENUE
TALLAHASSEE, FLORIDA

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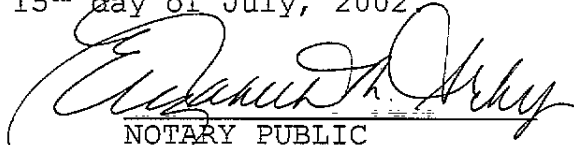
C. Scott Satterwhite
C. Scott Satterwhite

Paula L. Mayberry
Paula L. Mayberry

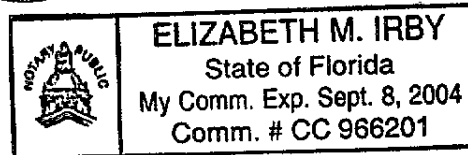
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02 JUL 18 AM 10:11
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBIA

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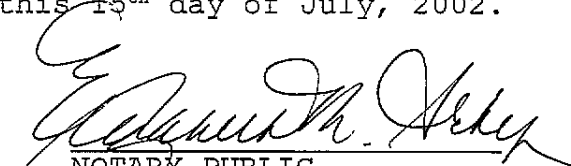

NOTARY PUBLIC

(SEAL)

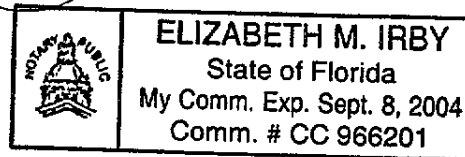


STATE OF FLORIDA
COUNTY OF ESCAMBIA

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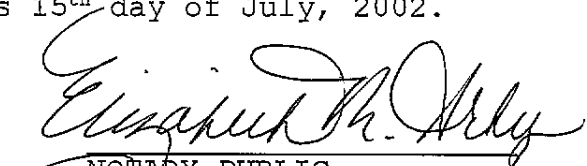

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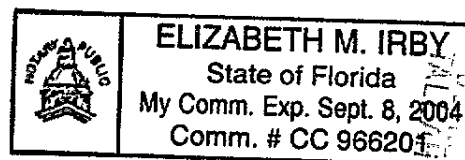


STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by Paula L. Mayberry, who is personally known to me, this 15th day of July, 2002.


NOTARY PUBLIC

(SEAL)



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02 JUL 18 AM 10:11
CLERK OF DISTRICT COURT
TALAMON COUNTY, FLORIDA

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Dated: July 15, 2002

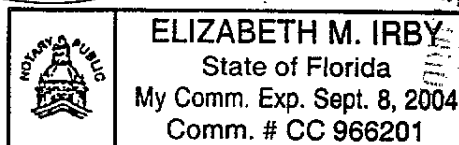
C. Scott Satterwhite
C. Scott Satterwhite
Registered Agent

STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me by C. Scott Satterwhite, who is personally known to me, this 15th day of July, 2002.

[Signature]
NOTARY PUBLIC

(SEAL)



02 JUL 19 AM 10:11
JUL 19 2002