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August 22, 2002

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VIA HAND DELIVERY

Division of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Three J's, LLC
Barnacle's Best Seafood, LLC

Dear Sir or Madam:

Enclosed please find Articles of Organization for the two LLC's referenced above. Please file the Articles for each company and issue 4 Certificate of Status Letters for each LLC. Checks in the amount of \$145 for each company are attached. Our courier will return this afternoon to pick up the letters.

Please call me should you have any questions.

Very truly yours,

Robert D. Mendelson

Robert D. Mendelson

RDM/rla
Enclosures

*Call when ready
224-2000
Matt*

02 AUG 22 PM 1:17
RECEIVED
02 AUG 22 PM 4:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

*JB
8/23/02*

**ARTICLES OF ORGANIZATION
OF
BARNACLE'S BEST SEAFOOD, LLC**

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, provides the following information for the purpose of forming a Limited Liability Company under the laws of the State of Florida.

**ARTICLE I.
Name**

The name of the Limited Liability Company is **BARNACLE'S BEST SEAFOOD, LLC**

**ARTICLE II.
Address**

The address of the place of business and the mailing address in Florida are:

Place of business: 609 Short Street
Tallahassee, Florida 32308

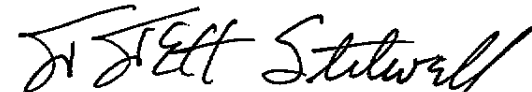
Mailing address: 609 Short Street
Tallahassee, Florida 32308

**ARTICLE III.
Registered Agent and Registered Office**

The name and Florida street address of the initial registered agent in Florida for the Limited Liability Company are:

J. Jeff Stilwell
609 Short Street
Tallahassee, Florida 32308

Having been named as registered agent and as the person to accept service of process for the above-stated limited liability company at the place designated in this certificate, 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 as provided for in Chapter 608, Florida Statutes.



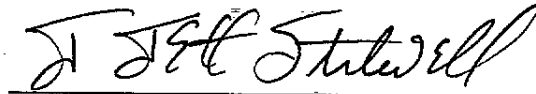
J. Jeff Stilwell, Registered Agent

02 AUG 22 PM 1:17
SECRET
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 22nd day of August, 2002.

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.



Signator

APPROVED
AND
FILED

02 AUG 22 PM 1:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA