

WARWICK SIMSES BAUER & BANISTER
A Partnership of Professional Corporations

FILED
2002 AUG 28 AM 11:10
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

140 Royal Palm Way, Suite 205
Palm Beach, Florida 33480
561 655-7776
Fax: 561 655-2271

August 23, 2002
FEDERAL EXPRESS

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***250.00 ***125.00

Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: SPPG Limited
La Ventanita Market & Cafe

Dear Sir or Madam:

We enclose herewith an executed original and one copy of the Articles of Organizations for the above-referenced organizations, together with a check in the amount of \$250.00 covering your filing fee (\$100.00) and Registered Agent designation (\$25.00) for each company. Please file the Articles of Organizations and return a stamped receipted copy to us in the enclosed envelope.

Thank you for your cooperation.

Very truly yours,

WARWICK SIMSES BAUER & BANISTER

Kristina Neville

Kristina Neville
Legal Assistant

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Kristina GAVE
AUTHORIZATION BY PHONE TO
CORRECT Suffix to be LLC
DATE 8/29 @ 10:48 am
DOC. EXAM J. Bryan

J. BRYAN AUG 29 2002

ARTICLES OF ORGANIZATION
OF LA VENTANITA MARKET & CAFE LLC
A FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE 1: NAME

The name of the limited liability company shall be La Ventanita Market & Cafe. LLC

ARTICLE 2: PURPOSE

This company may engage in any lawful business.

ARTICLE 3: RESIDENT AGENT

The name and address of the resident agent is Douglas Holder, Jr.

ARTICLE 4: PRINCIPAL OFFICE

The address of the principal office is 1025 N. Federal Highway, US1, Lake Park, Florida 33403.

ARTICLE 5: MANAGEMENT

The company shall be managed by the members.

ARTICLE 6: DURATION

The company's existence shall be perpetual.

ARTICLE 7: POWERS

The company shall have all the powers authorized by law or statute.

ARTICLE 8: MEMBER LIABILITY

Members shall not be personally liable for the debts, obligations, or liabilities of the company.

ARTICLE 9: ADDITIONAL MEMBERS

The company may admit additional members at any time and in any manner by the unanimous written consent of the members.

ARTICLE 10: AMENDMENT

The power to amend, alter or repeal these articles of organization shall be vested in the members. The articles of organization may be amended at any time in any manner by the unanimous written consent of the members.

ARTICLE 11: CERTIFICATES

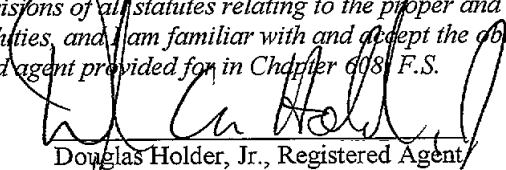
The company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the company. Certificates of Membership shall be signed by an officer of the company.

ARTICLE 12: REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

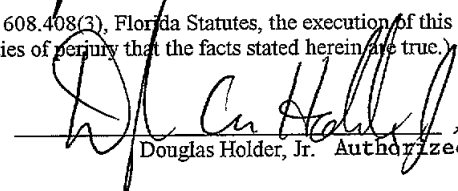
The name and the Florida street address of the registered agent are:

Douglas Holder, Jr.
1025 N. Federal Hwy, US 1
Lake Park, Florida 33403

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 provided for in Chapter 608, F.S.


Douglas Holder, Jr., Registered Agent

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


Douglas Holder, Jr. Authorized Representative

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