

L02000023127

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8370 • 1-800-442-8962 • Fax (850) 222-2222

Pops Donuts, LLC

400007564904--2
-09/06/02--01022--023
****125.00 ****125.00

RECEIVED
02 SEP -6 AM 11:14
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ✓ ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ___ Cert. Copy
- ✓ ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -6 PM 11:32

Wg/c

Signature

Requested by:

Name SK Date 9/6/02 Time 10:50

Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION

OF

POP'S DONUTS, LLC
(A Florida Limited Liability Company)

The undersigned adopts the following Articles of Organization for the purpose of becoming a Limited Liability Company under the Florida Limited Liability Company Act.

1. Name. The name of the limited liability company referred to in these Articles as "Company," is:

POP'S DONUTS, LLC

2. Term. The duration of this Company shall be perpetual, unless earlier dissolved as provided in the Regulations.

3. Purpose. The business purposes of the Company are to engage in any other lawful act or activity which may be carried on by a limited liability company under the Laws of the State of Florida, or under the laws of any other State or jurisdiction in which the Company may conduct its business.

4. Addresses. The mailing address and the street address of the principal office of the Company shall be:

1350 Ocean Shore Blvd., Unit "F"
Ormond Beach. FL 32176

5. Registered Agent. The name of the company's initial registered agent in the State of Florida is Marshall H. Barkin, and the address of the Company's registered office in Florida is 149 S. Ridgewood Avenue, Suite 710, Daytona beach, FL 32114.

IN WITNESS WHEREOF, for the purpose of filing this Limited Liability Company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this 5th day of September, 2002.



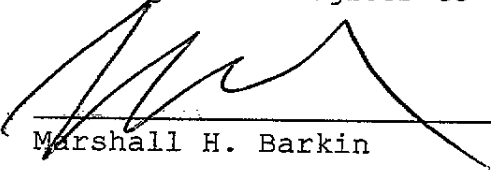
Marshall H. Barkin
Authorized Representative

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -6 PM 1:32

CERTIFICATE OF REGISTERED AGENT
AND REGISTERED OFFICE

In accordance with Section 608.415 of the Florida Limited Liability Company Act, the undersigned, who is named as the registered agent of POP'S DONUTS, LLC, hereby consents to accept service of process for the Company at 149 S. Ridgewood Avenue, Suite 710, Daytona Beach, FL 32114, and accepts the appointment as registered agent and agrees to act in that capacity.

Date: Sept. 5, 2002


Marshall H. Barkin

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP -6 PM 1:32