

10200027660

ACCOUNT NO. : 072100000032

REFERENCE: 762413

AUTHORIZATION :

501/401

COST LIMIT : \$ 125.00

ORDER DATE: September 27, 2002

ORDER TIME : 10:11 AM

ORDER NO. : 762413-005

CUSTOMER NO: 5017401

CUSTOMER: Mr. Jonathan Misher

Abrams Garfinkel Margolis

Bergson, Llp

237 West 35th Street

4th Floor

New York, NY 10001

DOMESTIC FILING

NAME:

DINING OUT MIAMI, LLC

EFFECTIVE DATE:

XX __ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

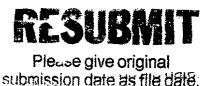
CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS:

RECEIVED
02 OCT 16 MIL: 37

900008404069--1

W2-27/4/C



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

October 16, 2002

GINGER SIMMONS CSC

SUBJECT: DINING OUT MIAMI, LLC

Ref. Number: W02000029883

We have received your document for DINING OUT MIAMI, LLC and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The document must contain both the street address of the principal office and the mailing address of the entity.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline Document Specialist

Letter Number: 002A00057677

K. T.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

DINING OUT MIANI, LLC

ARTICLE II - Address:

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

1508 Bay Road, Suite 927, Miami Beach, FL 33139

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

JANNIFER	5.	5USKII	X
Name			
1508 BAY PO	D,	SUITE	927
Florida street address (P.O. Box NOT acceptable)			
MIAMI,		FL.	33139
City, State, and Zip			

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 as provided for in Chapter 608, F.S.

Article IV - Management (Check box if applicable.)

The Limited Lishility Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608,408(3), Florida Statutes, the execution of first document constitutes an affirmation under the penalties of perjuty that the facts stated herein are true.)

JENNIFER DUSKIN

Typed of printed name of signed

Filing Form

\$100.00 Filing Fee for Articles of Organization

3 25,00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

5 5.90 Carifficate of Status (Optional)

LIST OF MEMBERS

JEFFREY A. SUSKIN

3917 W 32ND AVENUE, DENVER, CO 80212

GEOFFREY B. SMITH

1745 WAZEE STREET STE, 3H

DENVER, CO 80202

JENNIFER S. SUSKIN

1508 BAY ROAD, SUITE 927 MIAMI BEACH, FL 33139

ECHETATY OF STATE