

L02000032696

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



500009143615

12/05/02--01027--002 \*\*130.00

02 FEB -5 PM 12:02  
SEC. OF STATE  
FILED

FILED

JB  
12-06-02

LAW OFFICE  
**SADER & LeMAIRE, P.A.**  
A PROFESSIONAL ASSOCIATION

Robert L. Sader\*  
Michael R. LeMaire

\* Also admitted in Ohio

VIA FEDERAL EXPRESS

December 4, 2002

Secretary of State  
Division of Corporations  
Attention: **NEW LLC FILINGS**  
409 East Gaines Street  
Tallahassee, FL 32399

RE: ALPHA SUBS, L.L.C.

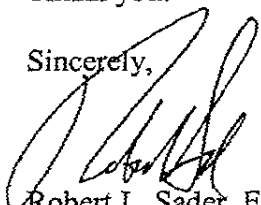
Dear Sir or Madam:

Enclosed please find the Articles of Organization for the above new Florida limited liability company. Please accept them for filing. I have also enclosed a check for \$130.00 to cover the cost of filing the entity as well as for a certificate of existence. A self-addressed envelope is also enclosed.

If you need further information, please feel free to call me.

Thank you.

Sincerely,

  
Robert L. Sader, Esq.  
RLS/hg

Encls.

RECEIVED  
AND  
FILED  
02 DEC -5 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FL 32399

**ARTICLES OF ORGANIZATION  
OF  
ALPHA SUBS, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I**

**NAME, PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The name of the limited liability company shall be ALPHA SUBS, L.L.C., and its principal office address and mailing address shall be 4280 Galt Ocean Mile, Suite 21D, Fort Lauderdale, Broward County, State of Florida, 33308, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**

**PURPOSE AND POWERS**

The sole business activity in which the company shall engage will be the development and operation of Lenny's Sub Shop restaurants, in the pursuit of which, the company is authorized to do everything necessary, proper, advisable, or convenient for the accomplishment of these purposes, provided the same shall not be inconsistent with the laws of the State of Florida.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

**ARTICLE III**

**EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be

RECORDED  
IN  
STATE  
OFFICE  
OF  
RECORDS  
AND  
LEGISLATION  
DATE  
01/01/02  
PAGE  
1

02 DEC -5 PM 12:02

APPROVED  
AND  
FILED

amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### **ARTICLE IV**

##### **MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### **ARTICLE V**

##### **DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### **ARTICLE VI**

##### **INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 1901 West Cypress Creek Road, Suite 415, Ft. Lauderdale, FL 33309, and the name of the company's initial registered agent at that address is Robert L. Sader.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 DEC -5 PM 12:02

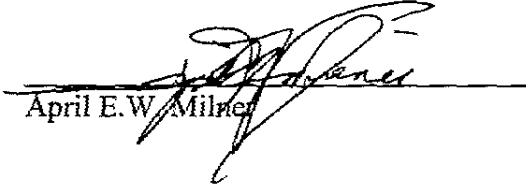
NOTED  
AND  
FILED

The undersigned, being all of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of ALPHA SUBS, L.L.C.

Executed by the undersigned at Ft. Lauderdale, Florida on this 3rd day of December, 2002.

ALPHA SUBS, L.L.C.

By:

  
April E. W. Milner

ACCEPTANCE BY REGISTERED AGENT

I, ROBERT L. SADER, hereby accept my appointment as Registered Agent of this limited liability company and I affirm that I am familiar with, and I accept, the obligations of this position as provided for in Chapter 608 of the Florida Statutes.

  
ROBERT L. SADER, ESQ.

FILED  
02 DEC -5 PM 12:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA