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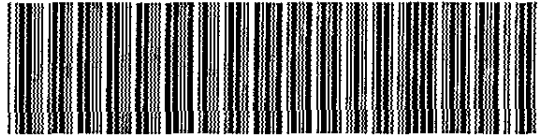
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 JAN 15 PM 3:45

FILED

January 9, 2003

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: ARTICLES OF ORGANIZATION
TUNNEL DRIVE THRU, LLC

Dear Division:

Enclosed are an original and one copy of the Articles of Organization of Tunnel Drive Thru, LLC and my check in the amount of \$160 to pay the filing fee, designation of registered agent, certified copy and certificate of status. Enclosed for your convenience is a self-address, stamped envelope. Thank you.

Sincerely,

 / Vice
president
RICHARD SAMUELS

ARTICLES OF ORGANIZATION
Tunnel Drive Thru, LLC
in compliance with Chapter 608, *Florida Statutes*

03 JAN 15 PM 3:45
FILED
SEC. OF STATE
TALLAHASSEE, FLORIDA

Article I: Name

Tunnel Drive Thru, LLC

Article II: Address

43 Bay Drive, Bay Point, Key West, FL 33040

Article III: Duration

The period of duration for the Limited Liability Company shall be perpetual.

Article IV: Management

The Limited Liability Company is to be managed by the members and the names and addresses of the Managing Members are:

Stephen Ruben, 43 Bay Drive, Bay Point, Key West, FL 33040

Richard Samuels, 43 Bay Drive, Bay Point, Key West, FL 33040

Article V: Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as stated in the Regulations of the Company.

Article VI: Registered Agent

The name and street of the Limited Liability Company's initial registered agent and registered office in Florida is:

Diane Tolbert Covan, Esq., 600 Whitehead Street, Suite 205, Key West, FL 33040

Article VII: Members' Right to Continue Business

So long as at least one member remains, the remaining members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation,

expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 1st day of January, 2003. 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.


STEPHEN RUBEN


RICHARD SAMUELS

Having been named as registered agent to accept service of process for the above-stated Limited Liability Company at the place designated in this certificate, I am familiar with and 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.


Signature of Registered Agent: DIANE TOLBERT COVAN

1-2-03
Date