

**L03000001969**

Florida Department of State  
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## To:

Division of Corporations  
Fax Number : (850) 205-0383

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**LIMITED LIABILITY COMPANY**

ambiance chain of restaurants, llc

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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION  
AMBIANCE CHAIN OF RESTAURANTS, LLC.  
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned members adopt the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

ARTICLE I  
NAME OF COMPANY

The name of the Limited Liability Company is:

Ambiance Chain of Restaurants, LLC (the "Company").

ARTICLE II  
ADDRESS

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

168 SE 1<sup>st</sup> Street, Suite 800  
Miami, Florida 33131

ARTICLE III  
PERIOD OF DURATION

The Company shall terminate on December 31, 2051.

ARTICLE IV  
REQUIREMENTS FOR ADMISSION OF ADDITIONAL MEMBERS

Additional persons may be admitted to the Company as members and membership interests may be created and issued to these persons upon the approval of holders of a majority in interest of the remaining members entitled to vote.

ARTICLE V  
PURPOSE

The Company is organized for any legal and lawful purpose for which a Limited Liability Company may be organized pursuant to the Act.

ARTICLE VI  
DISSOLUTION AND RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved upon the first to occur of the following:

- (a) The expiration of the term of the Company
- (b) The unanimous written consent of all the Company's member's.

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- (c) The death, retirement, resignation, expulsion, dissolution or bankruptcy of a member, or any other event which terminates the membership of a member in the Company, unless within ninety (90) days after such event a majority in interest of all of the remaining members agree in writing to continue the business of the Company.

## ARTICLE VII MANAGEMENT

The company will be managed by three managers in accordance with the Company's regulations. The names and business address of the initial managers who shall serve until the first annual meeting of members or until their successors are elected and qualified are:

Names:

Bina R. Nandwani  
Komal Nandwani  
Lavina Nandwani

Address For All Members:

168 S.E. 1<sup>st</sup> Street, Suite 800  
Miami, Florida 33131

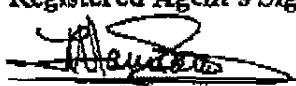
## ARTICLE VIII

Registered Agent, Registered Office, & Registered Agent's Signature:  
The name and the Florida street address of the registered agent are:

Richard A. Barber, C.P.A.  
238 N. Westmonte Drive  
Suite # 285  
Altamonte Springs, FL 32714

*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.*

  
\_\_\_\_\_  
Registered Agent's Signature

  
\_\_\_\_\_  
Member's Signature  
Lavina Nandwani

(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.)

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