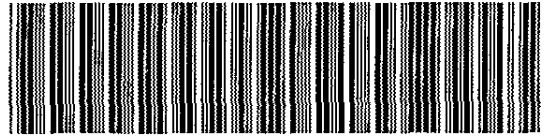


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CONTACT: *Susan Knight*

ACCOUNT #: 072100000032

REF#: *948858-5*

AUTHORIZATION: *Patricia Project*

COST LIMIT: *\$125.00*

ORDER DATE: *2.28-03*

ENTITY NAME: *Celebrity Cheesecakes, LLC*

DOMESTIC FILING

FOREIGN FILING

- ☒ ARTICLES OF INCORPORATION *organization*  
----- CERTIFICATE OF LIMITED PARTNERSHIP  
----- QUALIFICATION  
----- CERTIFICATE OF LLC  
----- ARTICLES OF AMENDMENT

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**ARTICLES OF ORGANIZATION  
OF  
CELEBRITY CHEESECAKES, LLC**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

**ARTICLE I. NAME**

The name of the limited liability company shall be CELEBRITY CHEESECAKES, LLC. (the "Company").

**ARTICLE II. ADDRESS**

The mailing address and street address of the principal office of the Company shall be 974 State Road 7, Margate, FL 33068.

**ARTICLE III. PURPOSES AND POWERS**

The Company is authorized to transact any business permitted by the laws of the State of Florida for a limited liability company.

**ARTICLE IV. DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

**ARTICLE V. REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Marlon A. Hill, Esq., 1200 Brickell Avenue, Suite 950, Miami, FL 33131.

**ARTICLE VI. MANAGEMENT**

The Company shall be managed by members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the business and affairs of the Company, not inconsistent with Florida law or the Articles.

**ARTICLE VII. AMENDMENT**

The Articles may be amended only by the majority consent of the members.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization at Miami, Florida, on this 26<sup>th</sup> day of February, 2003.



Marlon A. Hill, Esq.  
Authorized Representative

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of Celebrity Cheesecakes, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.



Marlon A. Hill, Esq.  
Registered Agent

Dated: February 26, 2003

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