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Division of Corporations

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**L03 000000 8217**

Florida Department of State  
Division of Corporations  
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From: Account Name : FILINGS, INC.  
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DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**A&W, LLC**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

**L03-8217**  
**OK**

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ARTICLES OF ORGANIZATION  
OF

A&W, LLC

We, the undersigned as organizers of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company.

ARTICLE I - NAME

The name of the limited liability company is A&W, LLC.

ARTICLE II - DURATION

The period of duration of this limited liability company shall be 7 years from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The address of the principal office of this limited liability company is:  
15010 Tyler Street  
Miami, Florida 33172

*This is also the mailing address*

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this organization is 17100 N.E. 19<sup>th</sup> Avenue, North Miami Beach, Florida 33162 and the name of the initial registered agent of this organization at that address is Rapid Corporate Supplies, Inc., a Florida Corporation.

ARTICLE V - MEMBERS

This limited liability company has two (2) members whose names and addresses are:

Zafere Rachad White, 15010 Tyler Street  
Miami, FL 33176

Alfred Newman, 15010 Tyler Street  
Miami, FL 33176

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

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The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

#### ARTICLE VI - MANAGEMENT

The management of the company is reserved to the members of the company in proportion to their contributions to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

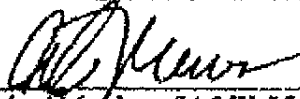
The name and address of the managing members is:

Zafere Rachad White, 15010 Tyler Street  
Miami, FL 33176

Alfred Newman, 15010 Tyler Street  
Miami, FL 33176

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization on this 05th day of March 2003.

By: Alfred Newman

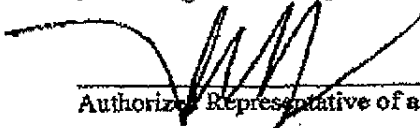


Authorized Member of A&W, LLC

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 606, Florida Statutes, the following is submitted:

First that A&W, LLC, desiring to organize or qualify under the laws of the State of Florida, has named Rapid Corporate Supplies, Inc., a Florida Corporation, located at 17100 NE 19<sup>th</sup> Avenue, North Miami Beach, Florida, as its agent to accept service of process within Florida.



Authorized Representative of a Member

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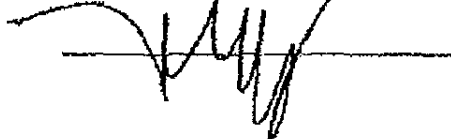
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Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: March 5, 2003.

Rapid Corporate Supplies, Inc.  
by Mark Jackson, Vice President



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