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TALLAHASSEE, FLORIDA

Law Offices of
Harrison K. Chauncey, Jr., P.A.
241 Bradley Place
Palm Beach, Florida 33480

Harrison K. Chauncey, Jr.
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*Also Admitted in Connecticut and New York

March 24, 2003

Via Federal Express

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Buccaneer Restaurant, LLC

Dear Sir or Madam:

Enclosed for filing are the Articles of Organization for Buccaneer Restaurant, LLC. This firm's check in the amount of \$125.00 is also enclosed in payment of the filing and designation of registered agent fees. Please return the enclosed duplicate original Articles of Organization stamped with the filing information in the enclosed Federal Express envelope.

Should you have any questions concerning the enclosed, please do not hesitate to contact me.

Sincerely,



Cynthia F. Skwierc
Paralegal

Enclosures

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03 MAR 25 AM 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
BUCCANEER RESTAURANT, L.L.C.**

ARTICLE I

NAME

The name of the limited liability company is BUCCANEER RESTAURANT, L.L.C..

ARTICLE II

ADDRESS

The mailing address and the street address of the principal offices of the Limited Liability Company is: 90 Lake Drive, Palm Beach Shores, Florida 33404.

ARTICLE III

DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall terminate no later than December 31, 2033, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV

MANAGEMENT

The Company shall be managed by the members in accordance with the regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are:

Name

- Address

Photo Electronics Corporation

— 90 Lake Drive
Palm Beach Shores, Florida 33404

Dickron E. Murray

90 Lake Drive
Palm Beach Shores, Florida 33404

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TALLAHASSEE, FLORIDA

ARTICLE V

ADMISSION OF ADDITIONAL MEMBERS

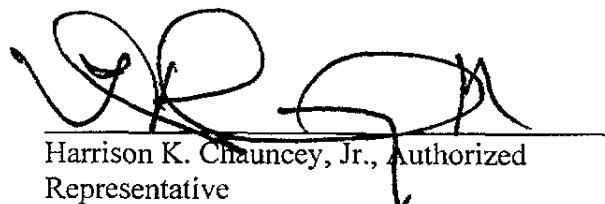
No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI

MEMBERS RIGHTS TO CONTINUE BUSINESS

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members, provided that there is at least one (1) remaining member.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Harrison K. Chauncey, Jr., Authorized
Representative

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was sworn to and subscribed before me this 20th day of March, 2003, by Harrison K. Chauncey, Jr., who is personally known to me or who produced _____ as identification.


Notary Public

My Commission Number _____
My Commission Expires _____



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is BUCCANEER RESTAURANT, L.L.C.
2. The name and Florida street address of the registered agent are:

Harrison K. Chauncey, Jr., Esquire
241 Bradley Place
Palm Beach, Florida 33480

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.


Harrison K. Chauncey, Jr., Registered Agent