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May 19, 2003

#### CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Cabi Restaurants, LLC					
Filing Evidence  □ Plain/Confirmation Copy		Type of Docume  ☐ Certificate of State			
	□ Certified Copy     □ Certificate of Good Stand		od Standing		
		□ Articles Only			
	Retrieval Request  Photocopy  Certified Copy	☐ All Charter Docu Articles & Amen ☐ Fictitious Name C☐	dments		
	NEW FILINGS	AMENDMENTS	<b>03</b>		
	Profit	Amendment	MAY		
	Non Profit	Resignation of RA Officer/Director	FILED  03 MAY 19 AM II: 09  WILLARASSEE, FLORIDA		
X	Limited Liability	Change of Registered Agent	ED AMI		
	Domestication	Dissolution/Withdrawal	90 : 1 30 : 1		
	Other	Merger	<b>A</b> . <b>D</b>		
	OTHER FILINGS	REGISTRATION/QUALIFICATION			
	Annual Reports	Foreign			
	Fictitious Name	Limited Liability			
	Name Reservation	Reinstatement			
	Reinstatement	Trademark			
		Other			

## 0371

#### ARTICLES OF ORGANIZATION OF CABI RESTAURANTS, LLC

#### ARTICLE I NAME

The name of this Limited Liability Company shall be CABI RESTAURANTS, LLC (the "Company").

### ARTICLE II PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 20803 Biscayne Blvd., Suite 405, Miami, FL 33180, and such other place or places as the member from time to time may determine. The mailing address of the Company is 20803 Biscayne Blvd., Suite 405, Miami, FL 33180.

# ARTICLE III INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

## ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager – managed company.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed on the 16th day of May, 2003, effective upon filing same with the Florida Department of State.

BY:

CABI RESTAURANTS, LLC

Dennis Ginsburg, Authorized Representative

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA,

1. The name of the limited liability company is:

CABI RESTAURANTS, LLC

The name and address of the registered agent and office is:

Attium Registered Agents, Inc. 1500 San Remo Avenue, Suite 125 Coral Gables, Florida 33146

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By: Dennis Ginsburg, Vice President

Date: May 16, 2003

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