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(Business Entity Name)

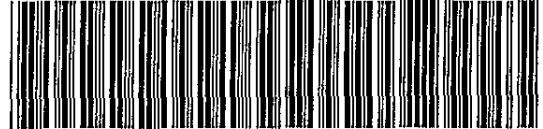
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2003 JUN 16 AM 8:55
TALLAHASSEE, FLORIDA

J. BRYAN JUN 24 2003

FISHER AND WILSEY, P.A.
ATTORNEYS AND COUNSELORS AT LAW
275 FOURTH STREET NORTH
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DAVID F. WILSEY

STEVEN M. WILSEY
Also Certified
Public Accountant

Of Counsel
ROBERT W. FISHER
W. JOSEPH REYNOLDS

June 13, 2003

Via Federal Express

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Articles of Organization of
Pepin Restaurant, LLC

Gentlemen:

Enclosed are the following:

1. Articles of Organization of Pepin Restaurant, LLC,
2. Resident Agent Designation,
3. Check for: Filing Fee \$100.00
Designation of Agent 25.00
Certified Copy 30.00
Total \$155.00

Please return a certified copy to my office. Thank you for your attention to this matter.

Very truly yours,



DAVID F. WILSEY

DFW/jek
Enclosures

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2003 JUN 16 AM 8:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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2003 JUN 16 AM 8:55
J. J. HARRIS CORPORATION
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

PEPIN RESTAURANT, LLC

The undersigned hereby execute and acknowledge these Articles of Organization for the purpose of forming a limited liability company (the Company) for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of the Company shall be

PEPIN RESTAURANT, LLC

and it shall have perpetual existence.

ARTICLE II

The general nature of the business of the Company is to engage in the transaction of any and all lawful business for which limited liability companies may be organized under Florida Statute 608.

ARTICLE III

The mailing address and street address of the principal office of the Company shall be 4125 Fourth Street North, St. Petersburg, Florida 33703. The registered agent of the Company shall be JOSE CORTES, and the street address of such registered agent is 4125 Fourth Street North, St. Petersburg, Florida 33703.

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CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

ARTICLE IV

Members of the Company may admit additional members from time to time, upon the unanimous consent of the members.

ARTICLE V

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may nevertheless continue the business of the company upon the unanimous consent of such members.

ARTICLE VI

The Company may be managed by a management committee consisting of at least one member of the Company. Persons who are not members may not serve as managers. The initial manager who is to serve until the first annual meeting or until his successors are elected and qualify is:

JOSE CORTES
4125 Fourth Street North
St. Petersburg, Florida 33703.

The election of a manager or management committee shall be by unanimous consent of the members and may include all members as members of the management committee, as the members may determine from time to time.

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JEPSON CORPORATION
TALLAHASSEE, FLORIDA

ARTICLE VII

Members may assign or transfer the economic rights associated with their interest, but no other right of membership may be transferred without the consent of all other members. No assignee of any member's interest shall become a member without consent of all the other members, and the assignee's rights are limited solely to a creditor's remedies of a charging order against the assignor member's economic interest.

ARTICLE VIII

Distributions, profits and losses of the company are allocated proportionately with the members respective contributions.

ARTICLE IX

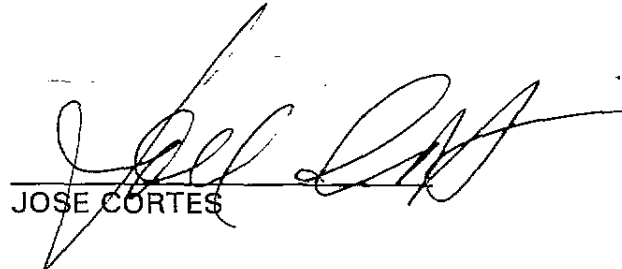
The members may adopt regulations to govern the affairs of the Company by unanimous consent. The manager or management committee shall have no power to adopt, alter, amend or repeal regulations adopted by the members, other than emergency regulations in the event of a catastrophic event, as provided by Florida Statutes 608.423.

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2003 JUN 16 AM 8:56
JULIA D. CORTES
TALLAHASSEE, FLORIDA

ARTICLE X

The Company's existence shall be the date these Articles are signed by the members, if the Articles are filed with the Florida Department of State within five (5) days of such date, and if not, then on the date these Articles are filed.

Dated June 13, 2003.


JOSE CORTES


JULIA D. CORTES

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 13th day of June, 2003, by JOSE CORTES and JULIA D. CORTES, who are personally known to me or who produced Their Florida Driver Licenses as identification.


NOTARY PUBLIC

NOTARY SEAL:



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2003 JUN 16 AM 8:56
JULIA D. CORTES, MEMBER
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR WHICH SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 608.507, Florida Statutes, the following is submitted,
in compliance with said Act:

FIRST: That PEPIN RESTAURANT, LLC, a limited liability company, desiring
to organize under the laws of the State of Florida with its principal office and
designated registered office, as indicated in Articles of Incorporation at 4125 Fourth
Street North, Pinellas County, St. Petersburg, Florida 33703, has named Jose Cortes,
whose address is 4125 Fourth Street North, Pinellas County, St. Petersburg, Florida
33703, as its registered agent to accept service of process within this State, and
evidences such designation by its members.

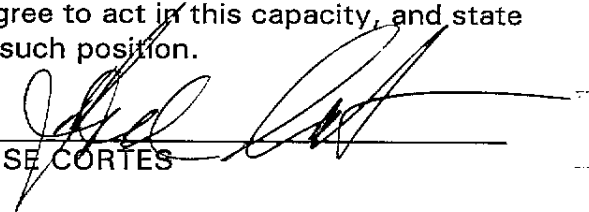
PEPIN RESTAURANT, LLC


JOSE CORTES, Member


JULIA D. CORTES, Member

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated company,
at place designated in this certificate, I hereby agree to act in this capacity, and state
I am familiar with and accept the obligations of such position.


JOSE CORTES