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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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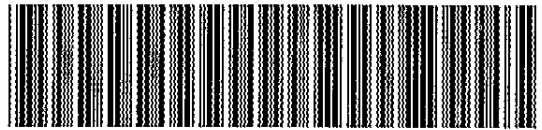
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TALLAHASSEE, FLORIDA

HEEBNER, BAGGETT & UPCHURCH

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

523 NORTH HALIFAX AVENUE

DAYTONA BEACH, FLORIDA 32118

PETER B. HEEBNER, P.A.
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*BOARD CERTIFIED WILLS, TRUSTS
AND ESTATES LAWYER

July 29, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

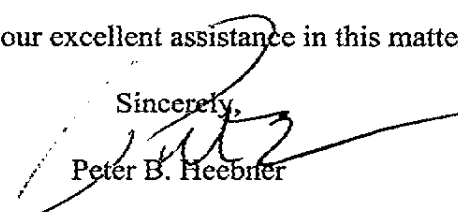
RE: Halifax Culinary Associates, LLP

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Organization and Registered Agent Certificate for filing. Also enclosed is our check in the amount of \$125.00, representing the filing fee and Registered Agent fee.

As always, thank you for your excellent assistance in this matter.

Sincerely,


Peter B. Heebner

PBH:jmd
encl:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
HALIFAX CULINARY ASSOCIATES II, L.L.C.

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I
Name

The name of this limited liability partnership ("Limited Liability Partnership") is: **HALIFAX CULINARY ASSOCIATES II, L.L.C.**

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Partnership is: 523 N. Halifax Avenue, Daytona Beach, FL 32118.

ARTICLE III
Duration

The Limited Liability Partnership shall exist for a perpetual duration.

ARTICLE IV
Management

The Limited Liability Partnership is to be managed by one or more managers, and the name and address of the initial manager who is to serve as manager pursuant to the Regulations of the Limited Liability Partnership ("Managers") until his successors are elected is:

Peter B. Heebner
523 N. Halifax Avenue
Daytona Beach, FL 32118

The initial manager and all subsequent managers shall serve, be removed, and elected pursuant to the Regulations of the Limited Liability Partnership.

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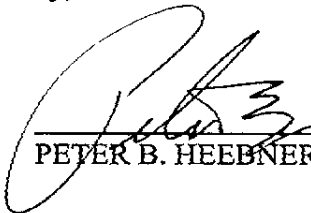
ARTICLE V
Admission of Additional Members

Additional members will be admitted only upon the consent of the Members owning a majority of the Membership Units upon such terms as provided in the Regulations.

ARTICLE VI
Members' Rights to Continue Business

The remaining members of the Limited Liability Partnership shall have the right to continue the business on 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.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization and acknowledged them to be his act his 25th day of July, 2003.


PETER B. HEEBNER, Member

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 25th day of July, 2003, by **PETER B. HEEBNER**, who ☒ is personally known to me or ☐ has produced _____ as identification.



JEANINE DORMIRE
Notary Public, State of Florida
My comm. expires Oct. 9, 2006
Comm. No. DD 156498


NOTARY PUBLIC

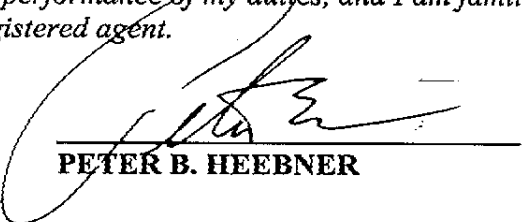
CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the limited liability partnership is: **HALIFAX CULINARY ASSOCIATES II, L.L.C.**
2. The name and the Florida street address of the registered agent are:

PETER B. HEEBNER
523 N. Halifax Avenue
Daytona Beach, FL 32118

Having been named as registered agent and to accept service of process for the above-stated limited liability partnership 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.


PETER B. HEEBNER

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