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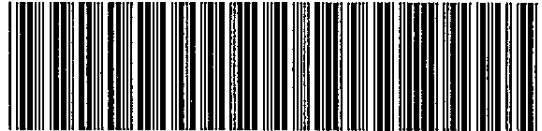
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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STATE CORPORATIONS
DIVISION
TALLAHASSEE, FLORIDA

BK

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SBS Restaurant

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____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ ☒ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
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____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

Signature _____

Requested by: SW 8/26

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

**ARTICLES OF ORGANIZATION
OF SBS RESTAURANT RP1, LLC**

ARTICLE I

The name of the limited liability company is SBS Restaurant RP1, LLC.

ARTICLE II

The period of the limited liability company's duration shall be thirty-(30) years from the date of the filing of these Articles of Organization with the Department of State.

ARTICLE III

The purpose for which this limited liability company is organized is to operate and manage fast food franchises.

ARTICLE IV

The address of this limited liability company in the state is 11522 NW 75 Manor, Parkland, FL 33076.

The name and address of the initial registered agent is:

Samuel D. Ballen, Esq., 2295 NW Corporate Boulevard, Suite 117, Boca Raton, FL 33431.

ARTICLE V

The total amount of cash is \$1,000.00, and there is no other property being contributed to the limited liability company. The contribution of each member is as follows:

<u>Member</u>	<u>Cash Contribution</u>	<u>Pro-Rata Share</u>
Shira Spector	\$500.00	50.0%
Brett Spector	\$500.00	50.0%
TOTAL	\$1,000.00	100.0%

ARTICLE VI

There may be additional contributions to be made by the members.

ARTICLE VII

The members shall maintain the right to admit additional members.

ARTICLE VIII

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, the remaining members may continue the business of the limited liability company provided that the unanimous consent of the remaining members is secured.

ARTICLE IX

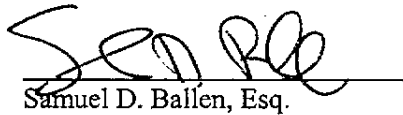
The management of the limited liability company is reserved to the initial members. The names and addresses of the members are:

<u>Name</u>	<u>Address</u>
Shira Spector	11522 NW 75 Manor, Parkland, FL 33076
Brett Spector	11522 NW 75 Manor, Parkland, FL 33076

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ARTICLE X

Notwithstanding any other provision of these Articles or the Operating Agreement and for federal income tax purposes, a member's share of income, gain, loss, deduction, or credit shall be determined in accordance with the Company property/liabilities guaranteed or funded by one or more Members therefore allowing for the allocation to the Member or Members that bear the economic risk of loss of such property/debt.



Samuel D. Ballen, Esq.

Attorney for and Authorized Agent
of the Members of SBS Restaurant RP1, LLC
2295 NW Corporate Boulevard, Suite 117
Boca Raton, FL 33431
(561) 864-0000
Fla. Bar No. 963704

8/4/03
Date

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