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LIMITED LIABILITY COMPANY

Wonef-Longwood, LLC

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9-17-03

# ARTICLES OF ORGANIZATION OF WONEF-LONGWOOD, LLC

These Articles of Organization of WONEF-Longwood, LLC (the "Company"), dated as of September 17, 2003, are being duly executed and filed by Wendy's of N.E. Florida, Inc., a Florida corporation, as sole member of the Company, to form a limited liability company under the Florida Limited Liability Company Act (Fla. Stat. §608.401, *et seq.*).

ARTICLE I. The name of the limited liability company is WONEF-Longwood, LLC.

ARTICLE II. The mailing and street address of the Company's principal office is:

WONEF-Longwood, LLC  
2600 McCormick Drive  
Clearwater, Florida 33759

ARTICLE III. The name and Florida street address of the Company's registered agent and registered office are:

CT Corporation System  
c/o CT Corporation System  
1200 South Pine Island Road  
Plantation, Florida 33324

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated herein, 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 as provided for in Chapter 608 of the Florida Statutes.*

CT CORPORATION SYSTEM

By: Carol Record  
Name: Carol Record  
Title: Assistant Secretary

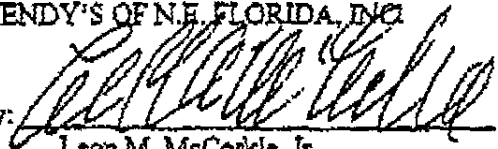
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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

Member:

WENDY'S OF N.E. FLORIDA, INC.

By:

  
Leon M. McCorkle, Jr.  
Executive Vice President, General  
Counsel and Secretary

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SEP 17 2003  
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