

FROM: HOLLAND AND KNIGHT

NO. 40 445 8

-22-0 00 P.09

L03000035978

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000281811 7))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : HOLLAND & KNIGHT
Account Number : 075350000340
Phone : (407)425-8500
Fax Number : (407)244-5288

RECEIVED
03 SEP 22 PM 2:55
DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Moe's Southwest Grill Baldwin Park, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

03 SEP 22 PM 3:30
ST. JOHN BAPTIST
FALL ASSOCIATION
FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

[Handwritten signature]

**ARTICLES OF ORGANIZATION
FOR
MOE'S SOUTHWEST GRILL BALDWIN PARK, LLC,
a Florida Limited Liability Company**

The undersigned desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is: Moe's Southwest Grill Baldwin Park, LLC (the "Company").

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company is:

6106 Blakeford Drive
Windermere, Florida 34786

ARTICLE III. DURATION

The period of duration for the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by the written consent of the Member.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the Company are:

Intrastate Registered Agent Corporation
200 S. Orange Avenue, Suite 2600
Orlando, Florida 32801

ARTICLE V. MANAGEMENT

The business of the Company shall be manager-managed. The name and street address of the initial Manager is:

Robert A. Brand, IV
6106 Blakeford Drive
Windermere, Florida 34786

03 SEP 22 PM 3:30
FILED
AND
CLERK OF DISTRICT COURT
JANUARY 10, 2004

ARTICLE VI. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the members of the Company.

Date: September 22, 2003

/S/ Louis T.M. Conti
Louis T.M. Conti
An Authorized Representative

03 SEP 22 PM 3:30
HOLLAND AND KNIGHT
FILED

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, Florida Statutes, Moe's Southwest Grill Baldwin Park, LLC, a Florida limited liability company (the "Company"), hereby submits the following statement designating the registered office and registered agent in the state of Florida.

1. The name of the Company is: Moe's Southwest Grill Baldwin Park, LLC.
2. The name of the registered agent and the address of the registered office are:

NAME: Intrastate Registered Agent Corporation
ADDRESS: 200 S. Orange Avenue, Suite 2600
Orlando, Florida 32801

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, Intrastate Registered Agent Corporation hereby accepts the appointment as registered agent and agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of it's duties, and is familiar with and accepts the obligations of it's position as registered agent as provided for in Chapter 608., F.S.

INTRASTATE REGISTERED
AGENT CORPORATION

Date: September 22, 2003


Louis T. Conti, Vice President

1207441_v1

APPENDIX
AND
FILED
03 SEP 22 PM 3:30
CLERK OF DISTRICT COURT
JULIA A. HARRIS, CLERK