

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L03000042860
FILED 8:00 AM
November 05, 2003
Sec. Of State**

Article I

The name of the Limited Liability Company is:

PHILLY IN MIAMI - SOUTH BEACH, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

1059 COLLINS AVENUE
SUITE #204
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:

7610 SOUTHWEST 82ND STREET
APT. #J208
MIAMI, FL. 33143

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

NEELY DAMOND
7610 SOUTHWEST 82ND STREET
APT. #J208
MIAMI, FL, FL. 33143

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, 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.

Registered Agent Signature: DAMOND NEELY

Article V

The name and address of managing members/managers are:

Title: MGRM
NEELY DAMOND
7610 SOUTHWEST 82ND STREET
MIAMI, FL. 33143

Title: MGRM
CRISP CHARLES
7610 SOUTHWEST 82ND STREET
MIAMI, FL. 33143

Signature of member or an authorized representative of a member

Signature: DAMOND NEELY

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