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November 3, 2003

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Carrie Lee's Cocoa Beach, LLC

Our File No.: 03-0905

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Organization for the above proposed Florida limited liability company, along with our client's check in the amount of \$130.00 for payment of the following:

Filing Fee:	\$100.00
Registered Agent Fee:	\$ 25.00
Certificate of Status	\$ 5.00

Please file the enclosed Articles and return a file stamped copy along with the Certificate of Status to our office. Thank you for your assistance in this matter.

Sincerely,

AMARI & THERIAC, P.A.

By: 

Matthew J. Monaghan, Esquire

MJM/lac
Enclosures
cc: Bill Parsons

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ARTICLES OF ORGANIZATION

OF

CARRIE LEE'S COCOA BEACH, LLC

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

ARTICLE I

Name

The name of this limited liability company ("Limited Liability Company") is:

CARRIE LEE'S COCOA BEACH, LLC

ARTICLE II

Address

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

P.O. Box 321534
Cocoa Beach, FL 32932-1534

3550 N. Atlantic Avenue
Cocoa Beach, FL 32931

ARTICLE III

Registered Agent, Registered Office, & Registered Agent's Signature

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

Bill Parsons
3550 N. Atlantic Avenue
Cocoa Beach, FL 32931

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 as provided for in Chapter 608, F.S.,


Bill Parsons, Registered Agent

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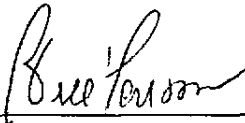
**ARTICLE IV
Management**

The Limited Liability Company is to be managed by one or more managers and therefore is a Manager Managed company.

**ARTICLE VI
Members' Rights to Continue Business**

The remaining Members of the Limited Liability Company 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, I have signed these Articles of Organization and acknowledged them to be my act this 31 day of October , 2003.



Bill Parsons, Authorized Representative.

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