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

From:

Account Name : JECK, HARRIS & JONES, LLP
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Phone : (561) 746-1002
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DIVISION OF CORPORATION

03 DEC 19 AM 8:15

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LIMITED LIABILITY COMPANY

Zero's Australian Avenue, LLC

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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**ARTICLES OF ORGANIZATION
OF
ZERO'S AUSTRALIAN AVENUE, LLC
a Florida limited liability company**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
Name

The name of the Limited Liability Company is **ZERO'S AUSTRALIAN AVENUE, LLC.**

ARTICLE II
Address

The mailing and street address of the Company's principal office is 4705 North Australian Avenue, West Palm Beach, Florida 33407.

ARTICLE III
Purpose and Powers

The general purpose for which the Company is organized is for the operation of a food service franchise and such other business as may be determined by the members. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV
Duration

The period of duration for the company is perpetual, beginning on the date the Articles of Organization are filed by the Florida Department of State, unless the Company is earlier dissolved as provided in the Articles of Organization or the Operating Agreement and Regulations.

ARTICLE V
Registered Agent and Office

The name of the Company's registered agent in Florida is D. Bruce Kratz. The address of the Company's registered office in Florida is Jeck, Harris & Jones, LLP, Suite 400, 1061 Indiantown Road, Jupiter, FL 33477.

ARTICLE VI
Management

The Company is to be managed by one or more members as manager and is, therefore, a member-managed company.

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JECK HARRIS & JONES

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ARTICLE VII
Termination of Existence

The Company may be dissolved at any time as provided in the Operating Agreement of the Company. The Company shall not be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of any member except as may be provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned member has made and executed these Articles of Organization on this 17th day of December, 2003.

A H Capital Partners Ops, LLC Managing Member

By: 

Robert Holroyd, Co-Managing Member

APPROVED
AND
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03 DEC 19 AM 10:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent/registered office, in the State of Florida:

1. The name of the limited liability company is **ZERO'S AUSTRALIAN AVENUE, LLC**
2. The name and address of the registered agent and office is **D. Bruce Kratz, Jeck, Harris & Jones, LLP, Suite 400, 1061 E. Indiantown Road, Jupiter, FL 33477**

Dated: December 17, 2003

A H Capital Partners One
Managing MemberBy: 

Robert Hoiroyd, Co-Managing Member

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: December 17, 2003


D. Bruce Kratz03 DEC 19 AM 10:00
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