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LIMITED LIABILITY COMPANY

PDI RESTAURANT, LLC

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Please back date to January 2,2004 (the date of original fact.) We would appreciate your forwarding a confirmation letter as soon as possible today. Thankyou.

1/7/04 JD



FLORIDA DEPARTMENT OF STATE Clends E. Hood Secretary of State

January 7, 2004

POHL & SHORT, P.A.

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SUBJECT: PDI RESTAURANT, LLC

REF: W04000000709

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ARTICLES OF ORGANIZATION OF PDI RESTAURANT, LLC, A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is PDI RESTAURANT, LLC.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 8995 West Colonial Drive, Ococe, Florida 34761.

ARTICLE III DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV MANAGEMENT AND OWNERSHIP

The Limited Liability Company is to be managed by its members, and the names and addresses of the initial members are:

Michael Mandara 8995 West Colonial Drive Ocoee, Florida 34761 Russell Black 8995 West Colonial Drive Ococe, Florida 34761

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The address of the initial Registered Office of the Limited Liability Company is 280 West. Canton Avenue, Suite 410, Winter Park, Florida 32789, and the initial Registered Agent at such address is Richard A. Heinle.

> Richard A. Heinle Authorized Agent for LLC

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ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the limited liability company.

DATED this 2nd day of January , 2004.

RICHARD A. HEINLE

SECRETARY OF STATE

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