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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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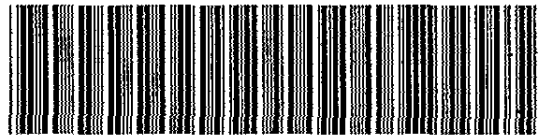
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

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EFFECTIVE DATE

1-13-04

KAREN C. HOFFMAN, P.A.

ATTORNEYS AT LAW

334 2nd Avenue North
Jacksonville Beach, Florida 32250

Karen C. Hoffman

Telephone: (904) 246-9401
Telefax: (904) 246-7448

January 1, 2004

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Ponte Vedra Patisserie, LLC

Dear Sir or Madam,

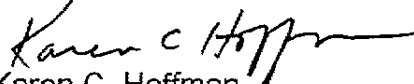
We have enclosed the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the referenced limited liability company.

Additionally, we have enclosed our firm check for \$155.00 for the filing fee and one certified copy.

Please forward the certified copy to my attention at the address provided above.

Please contact me if you have any questions.

Very truly yours,


Karen C. Hoffman

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
PONTE VEDRA PATISSERIE, LLC.**

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

ARTICLE I - NAME

The name of the limited liability company shall be Ponte Vedra Patisserie, LLC. ("Company").

ARTICLE II - ADDRESS

The principal place of business of the Company in Florida and its mailing address is: 266 Solana Road, Ponte Vedra Beach, FL 32082.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written consent of all of the Members.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful activity or business for which a limited liability company may be organized under the laws of the State of Florida and the United States. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Company designates 266 Solana Road, Ponte Vedra Beach, FL 32082, as the street address of the initial registered office of the Company and Sara A. McLaughlin as the Company's initial registered agent at that address to accept service of process within this State.

EFFECTIVE DATE
1-13-04

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ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional Members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and upon such terms and conditions as shall be determined by all the Members. A Member may transfer his, her or its interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a Member unless all the other Members of the Company other than the Member proposing to dispose of his, her or its interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII - MANAGEMENT

The Company shall be conducted, carried on and managed by no fewer than two (2) Managers, who shall be elected annually by the Members of the Company in accordance with the Operating Agreement of the Company. Such Managers shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Managers are :

Sara A. McLaughlin
512 Morningside Drive
Ponte Vedra Beach, FL 32082

Joseph W. McLaughlin
14317 Falconhead Drive
Jacksonville, FL 32224

Such Managers shall serve until the first annual meeting of Members or until their successor or successors are duly elected and qualified.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization this 31st day of December, 2003.


Sara A. McLaughlin


Joseph W. McLaughlin

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 31st day of December 2003, by Sara A. McLaughlin, a member of Ponte Vedra Patisserie, LLC. She is personally known to me or has produced _____ as identification.

NOTARY PUBLIC:

sign Karen C Hoffman

print KAREN C. HOFFMAN

My Commission No. _____

My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF DUVAL



Karen C. Hoffman
MY COMMISSION # DD115761 EXPIRES
June 25, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

The foregoing instrument was acknowledged before me this 31st day of December, 2003, by Joseph W. McLaughlin, a member of Ponte Vedra Patisserie, LLC. He is personally known to me or has produced _____ as identification.

NOTARY PUBLIC:

Sign Karen C Hoffman

Print Name: KAREN C. HOFFMAN

My Commission No. _____

My Commission Expires: _____



Karen C. Hoffman
MY COMMISSION # DD115761 EXPIRES
June 25, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

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TALLAHASSEE, FLORIDA

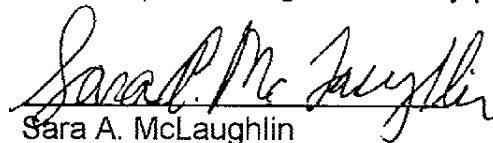
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned, limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is Ponte Vedra Patisserie, LLC.
2. The name and address of the registered agent and office is:

Sara A. McLaughlin
266 Solana Road
Ponte Vedra Beach, FL 32082

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



Sara A. McLaughlin

Registered Agent

Date: 12-31-03

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TALLAHASSEE, FLORIDA

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