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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

CT CORPORATION

February 9, 2004

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

FILED  
04 FEB -9 PM 5:12  
TALLAHASSEE, FLORIDA

Re: Order #: 6035081 SO  
Customer Reference 1: 13652.26  
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Caribbean Soup Company LLC (FL)  
Formation  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at  
(850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell  
Fulfillment Specialist  
Ashley\_Mitchell@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**ARTICLES OF ORGANIZATION  
OF  
CARIBBEAN SOUP COMPANY LLC**

**ARTICLE I**

Name

The name of the limited liability company is Caribbean Soup Company LLC (the "Company").

**ARTICLE II**

Address

The mailing address and street address of the principal office of the Company is 1241 Airport Road, Destin, Florida 32541.

**ARTICLE III**

Registered Agent

The name and the Florida address of the Registered Agent are:

John H. Comer  
1241 Airport Road  
Destin, Florida 32541

*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.*

  
\_\_\_\_\_  
Registered Agent's Signature

**ARTICLE IV**

Management

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of each Manager is as follows:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FEB-09-2004 12:59

CT CORPORATION

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SOUTHERN REST GROUP

PAGE 05/06

Henry H. Cobb, Jr. 1241 Airport Road Destin, Florida 32541	John H. Comer 1241 Airport Road Destin, Florida 32541
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Signature of a member or an authorized representative of a member:

  
John H. Comer, Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**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 Caribbean Soup Company LLC.
2. The name and address of the registered agent and office is:

John H. Comer  
1241 Airport Road  
Destin, Florida 32541

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 positions as registered agent.

  
John H. Comer