

L040000037495

(Requestor's Name)

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(City/State/Zip/Phone #)

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(Business Entity Name)

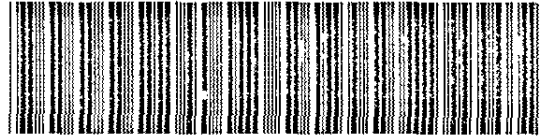
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NOTARIES SECTION

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May 4, 2004

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: **SPC Ice Cream LLC and SPC Ventures LLC**
Our File No. C1142-169407

Dear Sir or Madam:

Enclosed for filing are the original and one copy of the Articles of Organization for the two above-referenced limited liability companies and two checks, each in the amount of \$125.00, in payment of the filing fees.

After filing, please return a file-stamped copy to my attention.

Very truly yours,

EASTMAN & SMITH LTD.

Julie A. Mierzejewski

Julie A. Mierzejewski
Legal Assistant

JAM/
Enclosures
cc: Graham A. Bluhm, Esq.

FILED
MAY 7 2004
TALLAHASSEE, FL
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

SPC Ventures LLC

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

102 Curacao Lane

102 Curacao Lane

Bonita Springs, FL 34134

Bonita Springs, FL 34134

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Pete S. Christ

Name

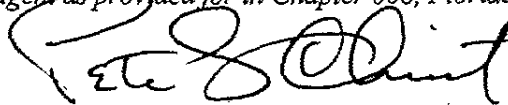
102 Curacao Lane

Florida street address (P.O. Box **NOT** acceptable)

Bonita Springs FLORIDA 34134

City, State, and Zip

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, Florida Statutes..



Registered Agent's Signature

Pete S. Christ

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 MAY -7 PM 1:55

ACCEPTED
AND
FILED

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

Pete S. Christ

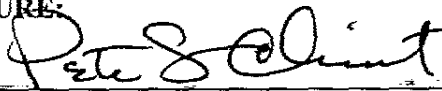
102 Curacao Lane

Bonita Springs, FL 34134

(Use attachment if necessary)

NOTE: An additional article must be added if an effective date is requested.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

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

Pete S. Christ

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

04 MAY -7 PM 1:56
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TALLAHASSEE, FLORIDA
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AND
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