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Fax Number : (850) 205-0383

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

The New E & M Family Restaurant, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
The New E & M Family Restaurant, LLC

Article II. Address

The Company's street and mailing address is:
The New E & M Family Restaurant, LLC
P.O. Box 1995
Dade City FL 33526

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Larry S. Hersch, Esq.
12249 Highway 301
Dade City FL 33525

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Larry S. Hersch, Esq. | FL Bar Member 199745
Hersch & Kelly, P.A.
P.O. Box 1046
Dade City FL 33526
352-567-2442

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

RONALD FRANCISE EDGERTON
P.O. Box 1995 Dade City FL 33526
EYVONNE ANN WELCH
P.O. Box 1995 Dade City FL 33526

Article VI. Company Existence

The Company's existence shall begin effective as of June 22, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on June 22, 2004.



LARRY S. HERSCH, ESQ.
by D. Stoutt as attorney-in-fact

Larry S. Hersch, Esq. | FL Bar Member 199745
Hersch & Kelly, P.A.
P.O. Box 1046
Dade City FL 33526
352-567-2442

FILED
JUL 12 2004
CLERK OF DISTRICT COURT
DADE COUNTY, FLORIDA

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

The New E & M Family Restaurant, LLC

REGISTERED AGENT/OFFICE:

Larry S. Hersch, Esq.
12249 Highway 301
Dade City FL 33525

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



LARRY S. HERSCH, ESQ.
by D. Stoutt as attorney-in-fact

Date: June 22, 2004

Larry S. Hersch, Esq. | FL Bar Member 199745
Hersch & Kelly, P.A.
P.O. Box 1046
Dade City FL 33526
352-567-2442

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