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(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

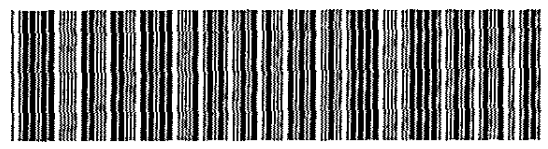
(Business Entity Name)

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July 14, 2004

TO: Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Hiedi's Place, LLC

The enclosed Articles of Organization and fee(s) are submitted for filing.

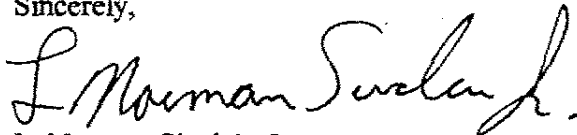
Please return all correspondence concerning this matter to:

Lester Norman Sinclair, Jr.
3903 Lane Ave South
Jacksonville, FL 32210

For further information concerning this matter, please call:

Norm Sinclair Day phone: 904-534-7581

Sincerely,



L. Norman Sinclair, Jr.
HIEDI'S PLACE
5584 Timuquana road
Jacksonville, FL 32210

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**ARTICLES OF ORGANIZATION
OF
HIEDI'S PLACE, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company shall be **HIEDI'S PLACE, LLC** ("Company"). The principal place of business of the Company in Florida shall be 5584 Timuquana Road, Jacksonville, Florida, 32210. The mailing address of the Company shall be the same.

**ARTICLE II
DURATION**

The Company shall commence its existence on July 15, 2004. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE III
PURPOSES AND POWERS**

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

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Lester Norman Sinclair, Jr., 5584 Timuquana Road, Jacksonville, Florida, 32210.

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

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agree to comply with the provisions of all statutes related 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.

Lester Norman Sinclair, Jr.
Lester Norman Sinclair, Jr.

**ARTICLE V
MANAGEMENT (MANAGEMENT BY ITS MEMBERS)**

The Company shall be managed by its Members, in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company. These regulations may contain any provisions for the regulations and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Managing Member of the Company is:

Lester Norman Sinclair, Jr.
3903 Lane Ave South
Jacksonville, FL 32210

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Jacksonville, Duval County, Florida, for the foregoing uses and purposes this 14th day of July, 2004.

Lester Norman Sinclair, Jr.
Lester Norman Sinclair, Jr.
Its: Managing Member and Organizer

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STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this ^{15th} 14th day of July, 2004, by Lester Norman Sinclair, Jr., as the Managing Member and Organizer of Hiedi's Place, LLC, a Florida limited liability company, on behalf of the company. He is personally known to me or has produced FLDL as identification.



Lisa W. Zimmerman
MY COMMISSION # DD085531 EXPIRES
March 22, 2006
BONDED THRU TROY FAYN INSURANCE, INC.

Lisa W. Zimmerman
Printed Name: Lisa W. Zimmerman