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EFFECTIVE DATE

7-23-04

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SHANER'S PIZZERIA II, LLC
(Name of Limited Liability Company)

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

Please return all correspondence concerning this matter to the following:

MICHAEL J. SABA, ATTORNEY AT LAW
(Name of Person)

LAW OFFICES OF WILLIAM A. SABA
(Firm/Company)

240 S. PINEAPPLE AVE., SUITE 702
(Address)

SARASOTA, FL 34236-6724
(City/State and Zip Code)

For further information concerning this matter, please call:

MICHAEL J. SABA at (941) 365-9400
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

CLERK OF COURT
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – NAME

The name of the Limited Liability Company is:
SHANER'S PIZZERIA II, LLC

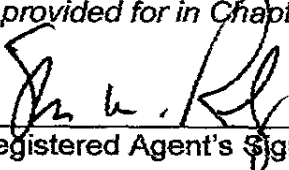
ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:
3578 Clark Road
Sarasota, FL 34231

ARTICLE III – REGISTERED AGENT AND OFFICE

The name and the Florida street address of the registered agent is:
Shane Rawley
3578 Clark Road
Sarasota, FL 34231

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 Limited Liability Company is to be managed by one or more of its members, and is therefore a member-managed company. The name and address of each Managing Member is:

MGRM: Shane Rawley
3578 Clark Road
Sarasota, FL 34231

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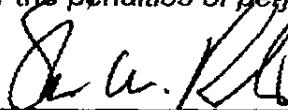
EFFECTIVE DATE
7-23-04

ARTICLE V – EFFECTIVE DATE

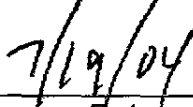
These Articles of Organization shall be in effect as of July 23, 2004.

REQUIRED SIGNATURE:

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 herein are true.



SHANE RAWLEY, Managing Member



Date

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TALLAHASSEE, FLORIDA