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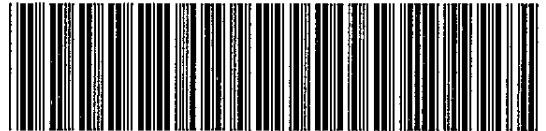
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 827502 5674A

AUTHORIZATION :

COST LIMIT : \$ 155.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 29, 2004

ORDER TIME : 3:42 PM

ORDER NO. : 827502-005

CUSTOMER NO: 5674A

CUSTOMER: Robert C. Burke, Jr., Esq
Kimpton, Burke & Bobenhausen,
P.a.
Suite 100
28059 U.S. Highway 19, North
Clearwater, FL 33761-2698

DOMESTIC FILING

NAME: M & M ICE CREAM XIV, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
M & M ICE CREAM XIV, LLC**

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TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name

The name of the Limited Liability Company is **M & M ICE CREAM XIV, LLC**.

ARTICLE II — Address

The mailing address and street address of the principal office of the Limited Liability Company is 755 Island Way, Clearwater, Florida 33767.

Article III — Registered Agent, Registered Office

The name and the Florida street address of the initial registered agent are Frank Manella, 755 Island Way, Clearwater, Florida 33767.

Article IV — Management

The Limited Liability Company is to be managed by the members and is, therefore, a member-managed company.

IN WITNESS WHEREOF, we have signed these Articles of Organization as members and acknowledged them to be our act this 23rd day of July, 2004.


FRANK MANELLA


MARK WILLIAMSON

(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.)

Frank Manella
Mark Williamson

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

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



FRANK MANELLA