

Oct. 20. 2005 3:07PM  
Division of Corporations

No. 1485 P. 1  
Page 1 of 1

W04000076471

Florida Department of State  
Division of Corporations  
Public Access System

(5)

Electronic Filing Cover Sheet

10/20 amend  
+ Restated

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000247916 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:  
Division of Corporations  
Fax Number : (850) 205-0383

From:  
Account Name : MORAN & SHAMS, P.A.  
Account Number : I20000000003  
Phone : (407) 841-4141  
Fax Number : (407) 841-4148

W. HODGE

W04-76471

LIMITED LIABILITY AMENDMENT

ANAELLE & HUGO CAFE, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$25.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 OCT 20 PM 3:18

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

Oct. 20, 2005 3:07PM

10/20/2005 10:18

PAGE 001/001

File No. 1485 Sept. 2 Stat. 7



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 20, 2005

ANAELE & HUGO CAFE, L.L.C.  
2441 ORLANDO CENTRAL PARKWAY  
ORLANDO, FL 32809

SUBJECT: ANAELE & HUGO CAFE, L.L.C.  
REF: L04000076471

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

This company is inactive for failure to file the 2005 Annual Report, therefore, a reinstatement must be filed before the Amended and Restated Articles can be filed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
Document Specialist

FAX Aud. #: H05000247916  
Letter Number: 205A00063913

FILED

05 OCT 20 PM 3:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 OCT 20 PM 4:03

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
ANAELE & HUGO CAFE, L.L.C.**

**October 19, 2005**

The undersigned subscriber to these Amended and Restated Articles of Organization, being a natural person competent to contract as such under the laws of the State of Florida, and being the Managing Director and specifically directed by the Written Consent of Sole Member in Lieu of Meeting dated October 18, 2005, hereby amends and restates the Articles of Organization filed with the Secretary of State on October 18, 2004, in their entirety, pursuant to Section 608.411, Florida Statutes, as follows:

**ARTICLE I - NAME**

The name of this limited liability company is ANAELE & HUGO CAFE, L.L.C. (the "Company").

**ARTICLE II - DURATION**

The existence of this limited liability company shall commence upon the filing of these Articles with the Florida Department of State and shall continue until the earlier of 99 years from the date these Articles are filed with the Florida Department of State or the occurrence of any of the events specified in Florida Statutes, Section 608.441, unless continued by the unanimous consent of all the remaining members.

**ARTICLE III - PURPOSE**

This limited liability company is organized for the transaction of any and all lawful business.

**ARTICLE IV - POWERS**

This limited liability company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

**ARTICLE V - PRINCIPAL PLACE OF BUSINESS AND REGISTERED AGENT**

The street address and mailing address of the principal office and place of business of the Company is 2441 Orlando Central Parkway, Orlando, Florida 32809, and the name and address of the initial registered agent of the Company is Scott E. Johnson, Esquire, 111 N. Orange Avenue, Suite 1200, Orlando, Florida 32801.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 OCT 20 PM 3:18

FILED

((H05000247916 3)))

#### **ARTICLE VI - CONTRIBUTIONS**

Contributions of cash or property may be made from time to time to the Company upon agreement of all members.

#### **ARTICLE VII - ADMISSION OF MEMBERS**

Additional members may be admitted from time to time upon the written consent of the Managing Director of the Company.

#### **ARTICLE VIII - TERMINATION OF MEMBERSHIP**

If a member dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy or upon the occurrence of any other event which terminates the continued membership of the member in the Company, the remaining members may by unanimous written agreement, continue the business of the Company.

#### **ARTICLE IX - MANAGEMENT OF THE COMPANY**

The Company shall be managed by Francis Métais, who shall serve as Managing Director of the company until and unless otherwise determined by the members of the Company at any meeting of the members or until their successors are elected and qualified to act in such capacity.

#### **ARTICLE X - REGULATIONS**

The members may adopt, alter, amend or repeal regulations containing provisions for the management and regulation of the affairs of the Company, provided that such regulations are not inconsistent with the laws of the State of Florida or the Articles of Organization.

#### **ARTICLE XI - DISSOLUTION**

The Company shall be dissolved upon the occurrence of any of the following events:

- a. When the period established in Article II hereof for the duration of this limited liability company expires;
- b. By the unanimous written agreement of all members; or
- c. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event under law that would terminate the limited liability company, unless all of the remaining members of this limited liability company consent in writing to continue the Company.

((H05000247916 3)))

Oct. 20, 2005, 3:08PM  
(((H050002479163)))

No. 1485 P. 6

## ARTICLE XII - TRANSFER OF MEMBERSHIP INTEREST

No member may transfer his, her or its membership interest or any portion thereof without the prior written consent of all other members of the Company unless otherwise provided by separate agreement.

## ARTICLE XIII - AMENDMENT


This limited liability company reserves the right to amend, alter or repeal any provisions contained in these Articles of Organization or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporate these Amended and Restated Articles of Organization as of this 19th day of October, 2005.

  
Francis Metais, Managing Director &  
Authorized Representative

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was sworn to and subscribed before me this 19th day of October, 2005, by Francis Metais, who is personally known to me or who produced \_\_\_\_\_, as identification.

  
Notary Public, State of Florida  
My Commission Expires:



Kristy N. Hale  
MY COMMISSION # DD163780 EXPIRES  
November 11, 2006  
BONDED TRULY TRUST EARN INSURANCE, INC.

(((H050002479163)))