

12/03/2004 FRI 13:53 FAX 954 473 4907 Lerner & Klinton P.A.

001/006

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : TODD W. KLINTON, ESQ.  
Account Number : 075221000013  
Phone : (954) 473-4900  
Fax Number : (954) 473-4907

EFFECTIVE DATE  
01/01/05

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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

POPPY STREET FOOD PRODUCTS LLC

Certificate of Status	0
Certified Copy	0
Page Count	07
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002/006  
FILED  
2004 DEC -3 AM 11:55  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF  
POPPY STREET FOOD PRODUCTS LLC**

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

**ARTICLE I - NAME**

The name of the Limited Liability Company is POPPY STREET FOOD PRODUCTS LLC.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 2436 N. Federal Highway #140 Lighthouse Point, FL 33064.

**ARTICLE III - DURATION**

The period of duration for the limited Liability Company shall be perpetual.

**EFFECTIVE DATE**  
01/01/05

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be a member-managed company. The name and address of such member-manager is:

Diana Schmer  
2436 N. Federal Highway #140  
Lighthouse Point, FL 33064

**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

The right, if given, of the members to admit additional members and the terms and conditions of the admission shall be by unanimous consent of the existing members.

**ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members may continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

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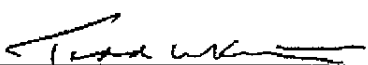
ARTICLE VII - REGISTERED AGENT

The initial agent of the LLC is Todd W. Kliston, whose street address is 8211 W. Broward Blvd. Suite 375 Plantation, FL 33324. A written statement required by Florida Statute 608.415 accompanies these Articles.

ARTICLE VIII - EFFECTIVE DATE

The initial date of the Limited Liability Company shall be effective January 1, 2005.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 15<sup>th</sup> day of DECEMBER, 2004. In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
Todd W. Kliston

Authorized representative of a member executing the Article of Organization.

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TALLAHASSEE, FLORIDA

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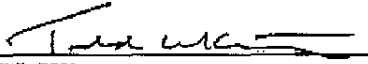
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 and 608.407, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. The name of the Limited Liability Company is Poppy Street Food Products LLC.
2. The name and the Florida street address registered agent and registered office are:

Todd W. Kliston  
8211 West Broward Boulevard  
Suite 375  
Plantation, FL 33324

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.

  
\_\_\_\_\_  
Todd W. Kliston

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11/29/2004 MON 8:46 FAX 954 473 4907 Lerner & Kliston P.A.

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November 24, 2004

Todd W. Kliston, Esquire  
8211 West Broward Boulevard  
Suite 375  
Plantation, FL 33324

Re: POPPY STREET FOOD PRODUCTS LLC

Dear Todd:

This is to request that you form a Limited Liability Company by executing and filing on our behalf with the Florida Department of State Articles of Organization of POPPY STREET FOOD PRODUCTS LLC in the form and containing the information which you determine to be appropriate and necessary. You may rely on this authority in filing those Articles of Organization.

Thank you for your attention to this matter.

Very truly yours,



Diana Schmer

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2004 DEC -3 AM 11:55  
JULIA J. SCHERER  
TALLAHASSEE, FLORIDA

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11/29/2004 MON 10:20 FAX 954 473 4907 Lerner & Kliston P.A.

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**PERMISSION TO USE SIMILAR NAME**

The undersigned, Diana M. Schmer, as President of Poppy Street Food Products Corporation, a Florida corporation, hereby agrees to and authorizes the Florida Department of State to permit the formation of a limited liability company using the name Poppy Street Food Products LLC.

Date: Nov. 29, 2004

Poppy Street Food Products, Inc.

by: Diana M. Schmer  
Diana M. Schmer

FILED  
2004 DEC -3 AM 11:56  
DIANA M. SCHMER  
TALLAHASSEE, FLORIDA

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