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(City/State/Zip/Phone #)

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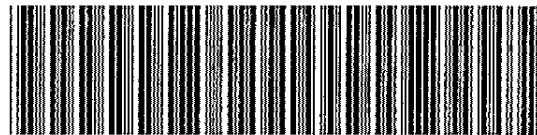
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THOMAS R. OLSEN, P.A.  
ATTORNEYS AND COUNSELORS AT LAW

2518 EDGEWATER DRIVE, SUITE 1  
ORLANDO, FLORIDA 32804-4406

THOMAS R. OLSEN, PA.  
ROBERT A. SOLOMON, P.A.  
ROBERT M. GRGURIC, P.A.  
W. C. AIRTH, P.A.  
CHARLES E. LEWIS, P.A.

TELEPHONE  
407.423.5561  
TELEFAX  
407.423.5563  
E-MAIL  
tom@tropa.com  
WORLD WIDE WEB  
olsenonlaw.com

December 16, 2004

Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32304  
Attn: Division of Corporations

Re: **BAKERY PLUS 3, LLC**

Gentlemen:

Enclosed please find Articles of Incorporation for the above corporation and our Trust account check in the amount of \$125.00 for the filing fee.

Please file the articles and return the enclosed photocopy with the date of filing stamped thereon. Should you have any questions, please do not hesitate to contact me. Thank you for your assistance with this matter.

Very truly yours,

  
Thomas R. Olsen

TRO/ms  
Enclosures: As stated

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TALLAHASSEE, FLORIDA

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407.423.5561  
TELEFAX  
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E-MAIL  
tom@tropa.com  
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olsenonlaw.com

January 10, 2005

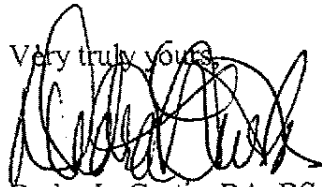
Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32304  
Attn: Division of Corporations

Re: **BAKERY PLUS 3, LLC**

Gentlemen:

Enclosed please find for filing with the State the Articles of Organization (now including the signature and acceptance of Registered Agent) for the above corporation, along with a copy of your letter requesting the same. It is our understanding that you are in possession of the filing fee of \$125.00 for the filing fee.

Please file the articles and return the enclosed photocopy with the date of filing stamped thereon. Should you have any questions, please do not hesitate to contact me at 1-888-233-8844, ext. 8427, or via e-mail at [dedra@olsenonlaw.com](mailto:dedra@olsenonlaw.com). Thank you for your assistance with this matter.

Very truly yours,  
  
Dedra L. Curtis, BA, BS  
Paralegal

DLC/hs  
Enclosures: As stated



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

December 29, 2004

THOMAS R. OLSEN  
THOMAS R. OLSEN, P.A.  
2518 EDGEWATER DRIVE, SUITE 1  
ORLANDO, FL 32804-4406

SUBJECT: BAKERY PLUS 3, LLC  
Ref. Number: W04000047444

We have received your document for BAKERY PLUS 3, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6913.

Diane Cushing  
Document Specialist

Letter Number: 704A00071958

# ARTICLES OF ORGANIZATION

## OF

### BAKERY PLUS 3, LLC

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is BAKERY PLUS 3, LLC (hereinafter referred to as the "LLC").

2. Effective Date.

The date of the commencement of the LLC existence shall be the date of the filing of these Articles with the Secretary of State.

3. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the LLC shall be perpetual.

4. Purpose.

The purpose for which the LLC is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The LLC shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

5. Address Of Place Of Business.

The mailing address for the LLC is 915 East Michigan Street in Orlando, FL 32806, and the street address of the place of business for the LLC is 915 East Michigan Street in Orlando, FL 32806. These addresses may be changed from time to time as provided in the Operating Agreement.

6. Registered Agent.

The initial registered agent in Florida for the LLC is Sam Sim Chen, and the initial registered office is located at 915 East Michigan Street in Orlando, FL 32806. The Members may change the registered office and/or registered agent from time to time.

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TALLAHASSEE, FLORIDA

7. Capital Contributions.

Contributions to the capital of the LLC shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

8. Members.

The LLC shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

9. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the LLC, or upon any other event that, under the Act, would result in dissolution of the LLC, the business of the LLC may be continued and the LLC will not be dissolved without the prior written consent of all the remaining members of the LLC.

10. Management.

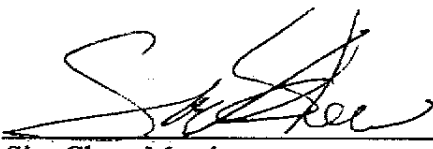
The overall management and control of the business and affairs of the LLC shall be vested in its members, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the LLC shall require the vote of members holding a majority interest in the LLC.

11. Indemnification.

Except as expressly provided in the Operating Agreement, the LLC shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

DATED this 7 day of January, 2005.

BAKERY PLUS 3, LLC  
a Florida limited liability company

By:   
Sam Sim Chen, Member

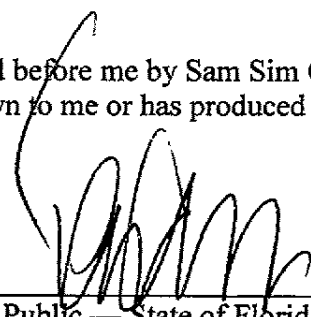
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CLERK OF CIRCUIT COURT  
MIAMI, FLORIDA

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me by Sam Sim Chen, as a Member of BAKERY PLUS 3, LLC, who is personally known to me or has produced a driver's license as identification.

(Seal)



  
\_\_\_\_\_  
Notary Public — State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE  
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted in compliance with Florida Statutes:

That BAKERY PLUS 3, LLC 1, desiring to form an LLC under the laws of the State of Florida, with its principal office located at 915 East Michigan Street in Orlando, FL 32806, County of Orange, State of Florida, has named Sam Sim Chen, whose address is 915 East Michigan Street in Orlando, FL 32806, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated LLC at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Statutes relative to keeping said office open.

  
\_\_\_\_\_  
Sam Sim Chen

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

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