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Thomas A. Roman Paula C. Roman Peter T. Roman Stephenie A. Fenton



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Administrative Offices: 2274 State Road 580 • Clearwater, FL 33763

Clearwater Beach: (727) 736-2515 • Tampa: (813) 877-8948 • New Port Richey: (727) 847-1448 • Brooksville/Springhill. (352) 796-1251

March 10, 2005

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: <u>Dunedin Java House, LLC</u>

Dear Sir:

Enclosed please find a Articles of Organization of Dunedin Java House, LLC and our check in the amount of \$125.00 to cover the filing fee. Once filed, please return same to this office at your earliest convenience.

Should you have any questions regarding the enclosed, please do not hesitate to contact this office.

Very truly yours,

ROMAN & ROMAN, P.A.

exercise a Lenton

Stephenie A. Fenton

SAF/rfr enclosure

SIGNED IN ATTORNEY'S
ABSENCE
TO AVOID DELAY

ARTICLES OF ORGANIZATION OF DUNEDIN JAVA HOUSE, LLC

ARTICLE I NAME

The name of the Florida limited liability company is **DUNEDIN JAVA HOUSE**, **LLC** (the "Company").

ARTICLE II DURATION

The Company shall have perpetual duration.

ARTICLE III PURPOSE

The Company is organized for the following purposes: to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other state or foreign country.

ARTICLE IV PRINCIPAL COMPANY OFFICE AND INITIAL REGISTERED OFFICE AND AGENT

The Company's principal office's mailing address and street address is:

556 Baywood Drive South Dunedin, FL 34698

and the name, mailing address, and street address of the Company's initial REGISTERED AGENT and REGISTERED OFFICE is:

ROMAN & ROMAN, P.A. 2274 State Road 580 Clearwater, FL 33763

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.

ROMAN & ROMAN, P.A.

Stephenie A. Fenton, Authorized Agent

ARTICLE V

The name and address of each Managing Member is as follows:

Tanya Mayorga-Dubay

556 Baywood Drive S.

Dunedin, FL 34698

Heather L. Mayorga

9814 Memorial Highway

Tampa, FL 33615

ARTICLE VI NEW MEMBERS

New Members may be allowed into the Company upon a majority vote of the Members then allowed to vote, with the initial contribution of such new Member to be determined by Majority vote of the Members at that time. Such voting shall be done on an ownership-share basis, rather than on a per-Member basis.

ARTICLE VII CONTINUITY

The remaining Members of the Company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member of the Company, or in the occurrence of any other event which terminates the continued Membership of a Member in the Company.

ARTICLE VIII MANAGEMENT

The Company is to be managed by one or more members and is, therefore, a member - managed company.

ARTICLE IX REGULATIONS

The power to adopt, alter, amend, or repeal Regulations shall be vested in the Members of the Company, by voting conducted on an ownership-share basis.

ARTICLE X INDEMNIFICATION

The Company shall indemnify any Member, or any former Member, to the fullest extent permitted by law for all actions taken on behalf of the Company.

ARTICLE XI AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, upon such occurrences or for such reasons as authorized by law, by majority vote of the Members, voting on an ownership-share basis.

IN WITNESS WHEREOF, the undersigned managing Member has executed the Articles of Organization of **DUNEDIN HAVA HOUSE**, **LLC**, this _______ day of March, 2005, pursuant to Section 608.408, Florida Statutes, 2005.

ROMAN & ROMAN, P.A., Authorized Representative of Tanya Mayorga-Dubay,

Managing Member

Stephenie A. Fenton, Authorized Representative of TANYA MAYORGA-DUBAY, Managing Member