

**L050000036570**

## Florida Department of State

Division of Corporations

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**LIMITED LIABILITY AMENDMENT****GORDY'S PIZZA BUFFET & ARCADE, LLC**

Certificate of Status	0
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J. BRYAN JUN 20 2005

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
GORDY'S PIZZA BUFFET & ARCADE, LLC**

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The undersigned, desiring to amend and restate the Articles of Organization of GORDY'S PIZZA BUFFET & ARCADE, LLC, as originally filed with the Secretary of State of Florida on April 14, 2005, as Document Number L05000036570, hereby makes, subscribes, acknowledges and files these Amended and Restated Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

FIRST: The Company's Articles of Organization were filed on April 14, 2005 and assigned document number L05000036570.

SECOND: The Articles of Organization filed on April 14, 2005, are superseded in their entirety by the provisions of these Amended and Restated Articles of Organization.

THIRD: The Company's Amended and Restated Articles of Organization are set forth in their entirety as follows:

**ARTICLE I (NAME)**

The name of this limited liability company is GORDY'S PIZZA BUFFET & ARCADE, LLC (the "Company").

**ARTICLE II (DURATION)**

The Company shall have perpetual duration, beginning on the date these Articles of Organization are filed in the Office of the Secretary of State of the State of Florida.

**ARTICLE III (POWERS)**

The Company shall have all of the powers stated in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as such chapter presently exists and may

hereafter be amended.

**ARTICLE IV (PRINCIPAL OFFICE)**

The street address and mailing address of the Company's initial principal office shall be 1759 W. St. Mary Ave., Pensacola, FL 32501. The Company's principal office may hereafter be at such other place or places as the members from time to time may determine.

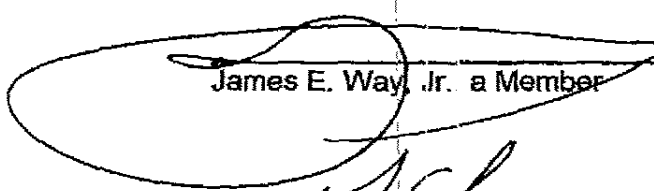
**ARTICLE V (REGISTERED AGENT)**

The name of the registered agent of the Company is Gary W. Huston and the street address of the registered agent is 125 W. Romana Street, Suite 800, Pensacola, FL 32502.

**ARTICLE VI (MANAGEMENT)**

The Company is to be a manager-managed company and will be managed by one or more managers.

IN WITNESS WHEREOF, the undersigned, being all the members of the Company, have duly executed the foregoing Amended and Restated Articles of Organization on June 15, 2005, and these Amended and Restated Articles of Organization are being filed in accordance with section 608.411, Fla. Stat. (2004).

  
James E. Way, Jr. a Member

  
Gordon M. Sztukowski, a Member

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

In compliance with Section 608.415, Florida Statutes, the following is submitted: That GORDY'S PIZZA BUFFET & ARCADE, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1759 W. St. Mary Ave., Pensacola, FL 32501, has named Gary W. Huston, whose business address is 125 W. Romana Street, Suite 800, Pensacola, FL 32502, as its agent to accept service of process within Florida.

**GORDY'S PIZZA BUFFET & ARCADE, LLC**

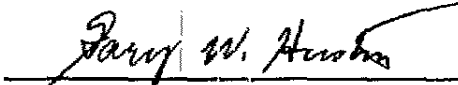
By: 

James E. Way, Jr., a Member

**ACCEPTANCE**

Having been named as registered agent and to accept service of process for GORDY'S PIZZA BUFFET & ARCADE, LLC at the place designated in this certificate, I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608 of Florida Statutes, and I agree to act in that position.

June 15, 2005

  
Gary W. Huston, Registered Agent

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