

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000045915
FILED 8:00 AM
May 09, 2005
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

SURF CITY SUBS USA, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

3330 E. ATLANTIC BLVD.
POMPANO BEACH, FL. US 33062

The mailing address of the Limited Liability Company is:

3330 E. ATLANTIC BLVD.
POMPANO BEACH, FL. US 33062

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

ROBERT F GALENTINE JR.
2751 N. PALM AIRE DRIVE
108
POMPANO BEACH, FL. 33069

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.

Registered Agent Signature: ROBERT F. GALENTINE, JR.

Article V

The name and address of managing members/managers are:

Title: MGRM
ROBERT F GALENTINE JR.
2751 N. PALM AIRE DRIVE 108
POMPANO BEACH, FL. 33069

Title: MGRM
LAUREN B GALENTINE
2751 N PALM AIRE DRIVE 108
POMPANO BEACH, FL. 33069

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Article VI

The effective date for this Limited Liability Company shall be:

05/09/2005

Signature of member or an authorized representative of a member

Signature: ROBERT F. GALENTINE, JR.