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Division of Corporations

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Florida Department of State
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

NEW YORK CELEBRITY DELI, LLC

Certificate of Status	0
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Page Count	01
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**ARTICLES OF ORGANIZATION
OF**

NEW YORK CELEBRITY DELI, LLC

The undersigned, acting as Organizer of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (hereinafter referred to as "Company"):

ARTICLE I - NAME

The name of the Company is **NEW YORK CELEBRITY DELI, LLC**

ARTICLE II - DURATION

This Company shall begin on the effective date of filing these Articles of Organization and shall have perpetual existence unless dissolved according to law.

ARTICLE III - BUSINESS

The Company is organized to invest in real estate, and to do very other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

ARTICLE IV - PRINCIPAL OFFICE and MAILING ADDRESS

The principal office and mailing address of the Company is 13501 Icot Building, Suite 100, Clearwater, Pinellas County, Florida 33760.

ARTICLE V - INITIAL REGISTERED AGENT and OFFICE

The street address of the initial registered agent of the Company is 13501 Icot Building, Suite 100, Clearwater, Florida 33760, and the name of its initial registered agent at that address is Doreen Rosebruch.

ARTICLE VI - ORGANIZER

The name and address of the member of the Company executing these Articles of Organization is Doreen Rosebruch, Icot Building, Suite 100, Clearwater, Florida 33760.

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ARTICLE VII - MANAGEMENT

The name and address of the manager of the Company is Doreen Rosebruch, Icot Building, Suite 100, Clearwater, Florida 33760. The manager shall serve as such or until his successor is elected and qualified in accordance with the Regulations of the Company.

ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the Company except on the express written consent of all members of the Company.

ARTICLE IX - CONTINUATION OF BUSINESS

The remaining members of the Company shall continue the business of the Company on death, retirement, expulsion, bankruptcy, or dissolution of a member.

Dated this 25 day of MAY, 2005.

ORGANIZING MEMBER


DOREEN ROSEBRUCH

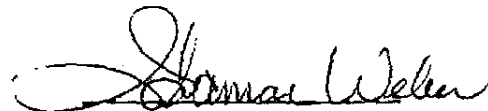
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, **Doreen Rosebruch**, personally appeared known to me to be the person who executed the foregoing Articles of Organization, and she acknowledged before me that she executed these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 25 day of MAY, 2005.

My Commission Expires:



Notary Public



Idamae Weber
Commission # DD108139
Expires May 22, 2005
Bonded thru
Atlantic Bonding Co., Inc.

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 25 day of MAY, 2005.


DOREEN ROSEBRUCH

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TALLAHASSEE FLORIDA

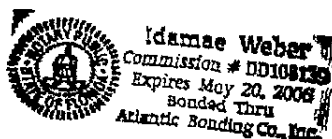
STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above personally appeared, **Doreen Rosebruch**, known to me to be the person who executed the foregoing Acceptance of Designation as Registered Agent, and she acknowledged before me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Pinellas County, Florida, this 25 day of MAY, 2005.


Notary Public

My Commission Expires:



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