

Jun-28-05 11:25

From: Kirk Pinkerton Law Firm

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Division of Corporations

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LIMITED LIABILITY COMPANY

Evergreen LBK, LLC

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FAX AUDIT #
H05-157822

ARTICLES OF ORGANIZATION
OF
EVERGREEN LBK, LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, does set forth the following:

ARTICLE I - NAME

The name of the Company is EVERGREEN LBK, LLC.

ARTICLE II - DURATION

The duration of the Company is perpetual.

ARTICLE III - ADDRESS AND PLACE OF BUSINESS

The mailing address and street address of the principal place of the principal office of the Company in Florida is:

828 Evergreen Way
Longboat Key, Florida 34228

ARTICLE IV - PURPOSE

The purposes of the Company shall be to operate that certain franchise as offered by the Edible Arrangements Franchise Group, Inc., as disclosed in its Franchise Offering Circular issued on March 31, 2005, and all things necessary or appropriate to carry out the foregoing purpose.

Prepared by: Teresa L. Rajala, Esq.
Kirk Pinkerton
720 South Orange Avenue
Sarasota, Florida 34236
(941) 364-2493
Atty Bar #0154180

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ARTICLE V - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Company is as follows:

Daniel A. Hoffe
720 South Orange Avenue
Sarasota, Florida 34236

ARTICLE VI - MEMBERS

The Company shall have such Members as may be admitted from time to time in accordance with these Articles of Organization and the Operating Agreement of the Company.

ARTICLE VII - MANAGEMENT

The Company is to be manager-managed as provided in the Operating Agreement. The names and addresses of the managers, who will serve as managers until the first annual meeting of Members or until their successor or successors are elected and qualified, are as follows:

Cynthia Noble	828 Evergreen Way Longboat Key, Florida 34228
George Noble	828 Evergreen Way Longboat Key, Florida 34228

ARTICLE VIII - INDEMNIFICATION

The Company shall indemnify each managing Member, manager and officer to the fullest extent permitted by the Florida Limited Liability Company Act.

ARTICLE IX - COMMENCEMENT OF EXISTENCE

In accordance with Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of subscription and acknowledgment of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when existence of the Company shall commence is the date of filing by the Secretary of State.

Under penalties of perjury I declare that I have read the foregoing Articles of Organization and that the facts alleged are true, to the best of my knowledge and belief.

Dated: 6/27/05, 2005


GEORGE NOBLE

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ACCEPTANCE BY REGISTERED AGENT

I, the undersigned appointed registered agent of EVERGREEN LBK, LLC, being familiar with the obligations of such position, hereby accept such appointment, agree to act in such capacity and accept the obligations proposed by Section 608.415, Florida Statutes.

DATED this 28th day of June, 2005.



DANIEL A. HOFFE, Registered Agent

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