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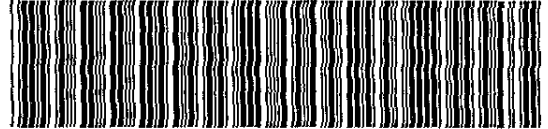
(Business Entity Name)

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SECOND JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

7/

LAW OFFICES
NEWMAN AND TEMPKINS, P.A.

JOEL P. NEWMAN 1916-1999
HARRY TEMPKINS ADM. CO: FL
ALAN A. TEMPKINS OF COUNSEL

SUITE 244
420 LINCOLN ROAD
MIAMI BEACH, FLORIDA 33139

TEL. 305-534-8301
FAX. 305-534-8304

August 2, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: NU ERA RESTAURANT GROUP, L.L.C.

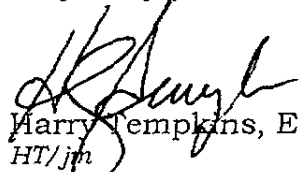
Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation and Certificate of Designation of Register Agent/Registered Office, for the above-mentioned matter, together with a check for \$155.00 for the following:

Filing Fee	\$ 100.00
Designation of Reg. Agent	25.00
Certified Copy	<u>30.00</u>
	\$ 155.00

Thank you for your attention to this matter.

Very truly yours,


Harry Tempkins, Esq.
HT/jm
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
NU ERA RESTAURANT GROUP, L.L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a *limited liability company* under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be NU ERA RESTAURANT GROUP, L.L.C., and its principal office shall be located at 220 N.W. 12 Street, Delray Beach, Florida 33444, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation, carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection

with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in the Articles, either alone or in association with other incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. These Articles may be amended from time to time in the regulations of the limited liability company by a seventy five percent unanimous vote of the members of the limited liability company.

ARTICLE IV MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by majority consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with written consent of a majority of members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V
CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1000.00 cash shall be paid to the limited liability company by the member as stated herein: Barbara Ann Hart. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VI
PROFITS AND LOSSES

A) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a distributive share of the profits, based upon their percentage of ownership. The distributive share of the profits shall be determined and paid to the members on such date as agreed to by a majority of the members.

B) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members based upon the percentage of ownership.

ARTICLE VII
DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII
INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The address of the initial registered office of the limited liability company is 420 Lincoln Road, Suite 244, Miami Beach, Florida 33139, and the name of the company's initial registered agent at that address is Harry Tempkins, Esquire.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of NU ERA RESTAURANT GROUP, L.L.C.

FILED
05 AUG 2005
STATE OF FLORIDA
TALLAHASSEE, FLORIDA
PM 2:17

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF CHAPTER 608, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Nu Era Restaurant Group, L.L.C.
2. The name and address of the registered agent and office is:

HARRY TEMPKINS, ESQUIRE
420 LINCOLN ROAD, SUITE 244
MIAMI BEACH, FLORIDA 33139

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.

Harry Tempkins

Date

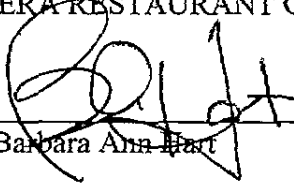
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

Executed by the undersigned as set forth hereinafter.

NU ERA RESTAURANT GROUP, L.L.C.

BY


Barbara Ann Hart

STATE OF FLORIDA
COUNTY OF

BEFORE ME, the undersigned authority, personally appeared, Barbara Ann Hart, Managing Member of NU ERA RESTAURANT GROUP, L.L.C., to me well known to be the person described in and who executed and subscribed the foregoing Articles of Organization, and he acknowledged before me that he executed the same and subscribed to the same for the purposes therein expressed.

WITNESS my hand and official seal this 29 day of July, 2005.


NOTARY PUBLIC, State of Florida

HARRY TEMPKINS
MY COMMISSION # DD 253404
EXPIRES: January 26, 2008
Bonded Thru
Notary Public Underwriters

FILED
05 AUG -5 PM 2:17
CLERK OF STATE
TALLAHASSEE, FLORIDA