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DIVISION OF CORPORATION

## LIMITED LIABILITY COMPANY

Gold Coast Seafood Grill-3, LLC

Certificate of Status	0
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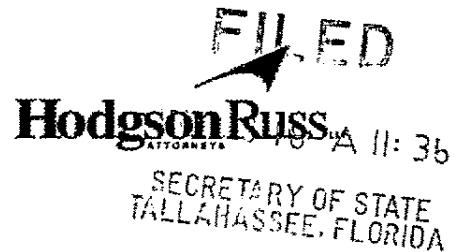
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Marla R. Mayster  
1801 North Military Trail  
Suite 200  
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*A Registered Limited Liability Partnership Including Professional Associations*

Please deliver the following pages to:

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**Today's Date:** Thursday, August 18, 2005 11:31:54 AM  
**Comments:**

Please file the attached Articles of Organization of Gold Coast Seafood Grill-3, LLC. Thank you.

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2005 AUG 18 A 11:36  
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**ARTICLES OF ORGANIZATION  
OF  
GOLD COAST SEAFOOD GRILL-3, LLC**

The undersigned hereby certifies that the members named herein have associated together for the purpose of becoming a Limited Liability Company under Chapter 608, Florida Statutes (the Florida Limited Liability Company Act), providing for the formation, rights, privileges and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") shall be Gold Coast Seafood Grill-3, LLC.

**ARTICLE II  
MAILING AND STREET ADDRESS**

The mailing and street address of the Company is 2752 University Drive, Coral Springs, Florida 33065.

**ARTICLE III  
DURATION; EFFECTIVE DATE**

The effective date for these Articles of Organization is August 11, 2005 and shall continue in perpetuity.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Company is 1801 N. Military Trail, Suite 200, Boca Raton, Florida 33431, and the name of its initial registered agent as such address is Christopher M. Trapani.

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H05000198357SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**ARTICLE V**  
**PURPOSE**

This Company is organized for the purpose or purposes of engaging in any activity within the purposes for which a limited liability company may be formed under the Florida Limited Liability Company Act, including matters incidental or pertaining to, or connected with, such purposes, provided the same shall not be inconsistent with the laws of the State of Florida.

**ARTICLE VI**  
**MANAGEMENT**

Management of the Company is reserved to its members and the name and address of the initial members are as follows:

KEVIN W. TOOMY            2752 University Drive  
Coral Springs, Florida 33065

ROBERT S. TOOMY        1750 Scottsville Road  
Bowling Green, KY 42104

**ARTICLE VII**  
**OPERATING AGREEMENT**

The members of the Company shall have the right to enter into an Operating Agreement which may contain any provisions of the regulation and management of the affairs of the Company that are not inconsistent with applicable law or these Articles of Organization.

**ARTICLE VIII**  
**PROFITS AND LOSSES; DISTRIBUTIONS**

The Company shall allocate its profits and losses, and shall make all distributions, in accordance with the Operating Agreement.

**ARTICLE IX**  
**CLASSIFICATION FOR FEDERAL TAX PURPOSES**

It is the intent of the members that the Company be classified and taxed as a partnership for federal tax purposes.

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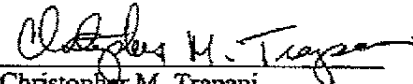
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ARTICLE X  
AMENDMENT

These Articles of Organization may be amended by a vote of members representing fifty percent (50%) or more of the ownership interests in the Company.

Executed by the undersigned on the 18<sup>th</sup> day of August, 2005.

  
\_\_\_\_\_  
Christopher M. Trapani,  
Authorized Representative

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H05000198357 318 A 11: 36

REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, **GOLD COAST SEAFOOD GRILL-3, LLC**, a limited liability company organized under the laws of the State of Florida, submits the following statement to designate its Registered Agent and Registered Office in the State of Florida.

The name and address of the Registered Agent and Registered Office are:

Christopher M. Trapani  
1801 N. Military Trail, Suite 200  
Boca Raton, Florida 33431

Having been named as Registered Agent and to accept service of process for **GOLD COAST SEAFOOD GRILL-3, LLC** in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as Registered Agent. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

  
Christopher M. Trapani