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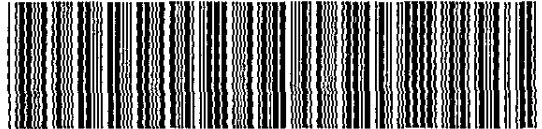
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EFFECTIVE DATE

11/15/05

11/18/05--01/02/06--012 **130.00

2005 NOV 18 P 3:19
FILING OFFICE
TOLSON, MD

TRANSMITTAL LETTER

Department of State
Division of Corporations

SUBJECT: Formation of Josh's Sports Grill, LLC

FROM:

Paul K. Mildenerberger
Rozier, Mildenerberger, and Associates
4500 Belvedere Road
Suite G
West Palm Beach, Florida 33415

For further information concerning this matter, please call Paul K. Mildenerberger at (561) 681-5436.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for:

\$130 for Filing Fee & Certificate of Status

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

The following articles hereunder, pursuant to Florida Statute 608.407, are intended to legally form a Florida Limited Liability Company.

ARTICLE I

Name

The name of the limited liability company:

Josh's Sports Grill, LLC

ARTICLE II

Address

Principal street and mailing addresses of office:

Mailing Address

Josh's Sports Grill
13889-A-20 Wellington Trace
Wellington, Florida 33414.

Street Address

13889-A-20 Wellington Trace
Wellington, Florida 33414.

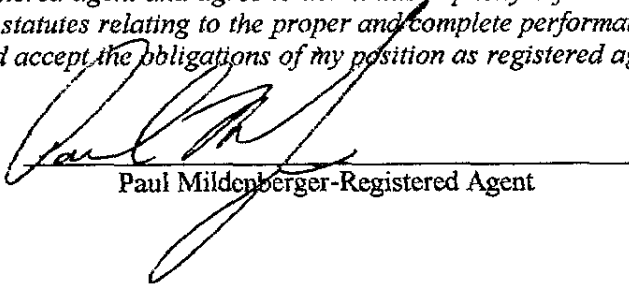
ARTICLE III

Designation of Registered Agent

Name and street address of registered agent:

Paul Mildenerberger
4500 Belvedere Road
Suite G
West Palm Beach, FL 33415

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 as provided for in Chapter 608, F.S..


Paul Mildenerberger-Registered Agent

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ARTICLE IV

Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

ARTICLE V

Management

This will be a manager-managed company.
The name and address of each Manager:

Josh Gorelick, MGR
13889 A-20 Wellington Trace
Wellington, Florida 33414

ARTICLE VI

Company existence

The company's existence shall begin effective as of November 15, 2005

The undersigned authorized representative of a member executed these Articles of Organization on November 15, 2005.


Paul Mildenberger-Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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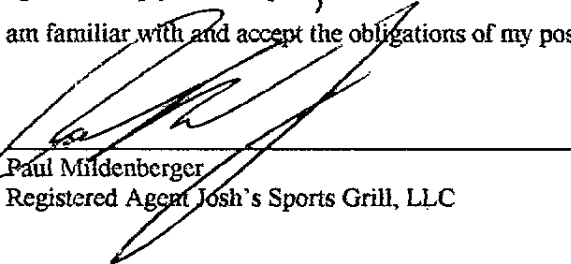
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Josh's Sports Grill, LLC
2. The name and address of the registered agent and office is:
Paul Mildenberger
4500 Belvedere Road
Suite G
West Palm Beach, FL 33415

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I 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.



Paul Mildenberger
Registered Agent Josh's Sports Grill, LLC

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TALLAHASSEE, FLORIDA