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LIMITED LIABILITY COMPANY

Moe's Fleming Island, L.L.C.

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MOE'S FLEMING ISLAND, L.L.C. ARTICLES OF ORGANIZATION

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I

The name of the Company is Moe's Fleming Island, L.L.C.

ARTICLE II ADDRESS

The mailing address and street of the principal place of business of the Company is:

450-106 State Road 13 North, Suits #137 Jacksonville, Florida 32259

ARTICLE III REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Company is 450-106 State Road 13 North, #137, Jacksonville, FL, 32259, and the registered agent at such address is Brad Chasteen.

ARTICLE IV MANAGEMENT

The Company is to be managed under the direction of a Management Committee and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this 21 day of December, 2005.

Welcome to Moe's, Inc., Member

Brad Chasteen, President

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 608.415, Florida Statutes, the following is submitted:

That Moe's Fleming Island, L.L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Brad Chasteen, 450-106 State Road 13 North, #137, Jacksonville, FL, 32259, as its agent to accept service of process within Florida.

Brad Chasteen, as authorized representative

Date

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, Brad Chasteen hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Brad Chasteen

Date

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