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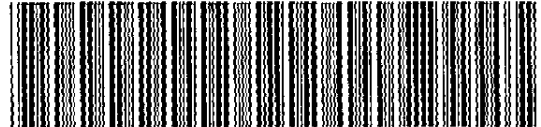
(Business Entity Name)

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2006 FEB -9 PM 4:30

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

J. BRYAN FEB - 9 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 861737 7368461

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE : February 9, 2006

ORDER TIME : 3:51 PM

ORDER NO. : 861737-005

CUSTOMER NO: 7368461

FILED
2006 FEB -9 PM 4:30
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: HAPPY FAMILY, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

OF

HAPPY FAMILY, LLC

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2006 FEB -9 PM 4:30
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

Name

The name of the Limited Liability Company shall be Happy Family, LLC (the "Company").

ARTICLE II

Address

The street address of the principal office of the Company in Florida shall be 8444 San Jose Boulevard, Jacksonville, Florida 32217.

The mailing address of the Company shall be Happy Family, LLC, c/o Charles M. Johnston, Johnston & Hammond, 2223 Oak Street, Jacksonville, Florida 32204.

ARTICLE III

Duration

The Company's existence shall commence on the date these Articles of Organization are filed by the Florida Department of State and shall continue perpetually or until dissolved in accordance with these Articles of Organization adopted by members.

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLE IV

Purposes and Powers

The purpose for which this Company is organized is restaurant and lounge ownership, operation, and management and/or any other legal purpose for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V

Registered Office and Agent

The name and street address of the registered agent in the State of Florida is: Charles M. Johnston, 2223 Oak Street, Jacksonville, Florida 32204.

ARTICLE VI

Additional Capital Contributions

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII

Admission and Withdrawal of Members

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

ARTICLE VIII

Termination of Existence

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

ARTICLE IX

Management and Managing Member(s):

The Company is to be managed by the members. The name and address of each Managing Member is as follows:

Title:	Name and Address:
"MGR" = Manager	
"MGRM" = Managing Member	
MGRM	Victor Insetta 8444 San Jose Boulevard Jacksonville, Florida 32217
MGRM	Diane Insetta 8444 San Jose Boulevard Jacksonville, Florida 32217

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JACKSONVILLE, FLORIDA

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penal ties of perjury that the facts stated herein are true.)

Victor Insetta
Typed or printed name of signee

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

Pursuant to the provisions of Florida Statutes, the Company submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the limited liability company is: Happy Family, LLC.
2. The name and address of the registered agent and office are: Charles M. Johnston,
2223 Oak Street, Jacksonville, Florida 32204.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named 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 am familiar with and accept the obligations of my position as registered agent, as provided for in the Florida Limited Liability Company Act and I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties thereunder.

DATED: This 9th day of Feb., 2006.



Charles M. Johnston

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TALLAHASSEE, FLORIDA