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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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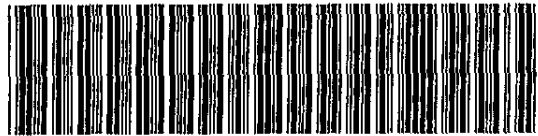
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Daniel D. Peck
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April 4, 2006

Secretary of State, New Filings
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Fitzgerald's Naples Family Restaurant, LLC

Dear Madam:

We enclose herewith for filing the original and one copy of the Articles of Organization for the above named limited liability company, together with a check to your order in the amount of \$130.00 representing the filing fee (\$125.00 plus \$5.00 for a Certificate evidencing the organization).

Please return a file stamped copy of these Articles to the undersigned when they have been filed.

Thank you for your attention to this matter.

Sincerely,



Daniel D. Peck

DDP/sjz
Enclosures

cc: Tom Claybar
Campbell Gault
Cecil Ash

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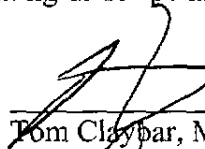
**ARTICLES OF ORGANIZATION
OF
FITZGERALD'S NAPLES FAMILY RESTAURANT, LLC**


1. Name. The name of this limited liability company is FITZGERALD'S NAPLES FAMILY RESTAURANT, LLC, a Florida limited liability company (the "Company").
2. Duration. The Company shall have perpetual existence commencing on the filing of the Articles of Organization with the State of Florida and continues even though a membership of a member is terminated.
3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida, including to lease, purchase or own real property on which a restaurant is located and operate a Fitzgerald's Restaurant at 4519 Tamiami Trail East, Naples, Florida.
4. Place of Business. The mailing and street address of the Company's principal office is 9070 Bonita Beach Road, Bonita Springs, Florida 34135.
5. Registered Agent and Office. The name of the initial registered agent of the Company is Tom Claybar. The street address of the initial registered agent of the Company is 9070 Bonita Beach Road, Bonita Springs, Florida 34135.
6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
7. Management of the Company. The Company shall be managed by three managers, in accordance with the Regulations adopted by all of the members. The names and addresses of the three Managers, who are also the only initial members are:

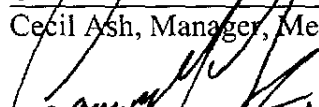
Campbell Gault 9070 Bonita Beach Road Bonita Springs, Florida 34135	Cecil Ash 9070 Bonita Beach Road Bonita Springs, Florida 34135
Tom Claybar 9070 Bonita Beach Road Bonita Springs, Florida 34135	
8. Voting. The Company is authorized to issue membership interests with voting rights and membership interests without voting rights.
9. Certificated Interests. The members' interests in the Company may be evidenced by certificates.

10. Member's Rights. Pursuant to section 608.4235 of the Florida Statutes, no member of the Company other than the managers shall be an agent of the company solely by virtue of being a member, and no member other than the managers shall have authority to incur debt or contractual liability on behalf of the company solely by virtue of being a member. Any Operating Agreement of the company as defined in section 608.402(24) of the Florida Statutes must be in writing and signed by all the initial members.

The undersigned Managers and Members freely executed these Articles of Organization effective as of the 3 day of April, 2006, affirming under penalties of perjury that the facts herein are true.


Tom Claybar, Manager, Member


Cecil Ash, Manager, Member


Campbell Gault, Manager, Member

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Tom Claybar, Registered Agent

Dated: April 3, 2006

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