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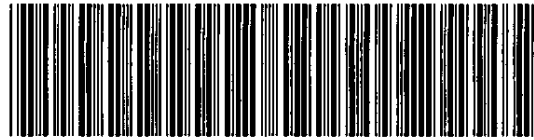
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY 18 PM 2:39

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**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** GRILLADES CREOLES RESTAURANT, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

NESLY CHAPERON, OWNER, MANAGING DIRECTOR  
(Name of Person)

GRILLADES CREOLES RESTAURANT, LLC  
(Firm/Company)

2200 NW 185TH WAY  
(Address)

PEMBROKE PINES, FL 33029  
(City/State and Zip Code)

For further information concerning this matter, please call:

NESLY CHAPERON at ( 954 ) 663-7867  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

**Mailing Address**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street/Courier Address**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION  
OF  
GRILLADES CREOLES RESTAURANT, LLC  
(A Florida Limited Liability Company)**

Pursuant to s. 608.407, Florida Statutes, the Articles of Organization set forth the following:

**ARTICLE I**

**NAME**

The name of the limited liability company shall be:

**GRILLADES CREOLES RESTAURANT, LLC**

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business shall be:

The office address is:

**GRILLADES CREOLES RESTAURANT, LLC  
2200 NW 185<sup>TH</sup> WAY  
Pembroke Pines,, FL 33029**

**ARTICLE III**

**DURATION**

The period of duration of this limited liability company is perpetual. The company's existence shall commence upon the filing of these Articles of Organization.

The termination of the membership of any member in the Company (for any reason including death, expulsion, withdrawal, bankruptcy, or dissolution) will not automatically dissolve the Company, as long as there is one or more remaining members. When such an event occurs, the remaining members will be considered to have immediately and automatically elected continuation of the Company's business.

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**ARTICLE IV**

**PURPOSE**

The purpose for which the limited liability company is organized is as follows:

GRILLADES CREOLES RESTAURANT, LLC is organized to perform any and all lawful acts pertaining to the management of any lawful business as well as to engage in and to do any lawful act concerning any and all lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida and any amendments thereto.

The specific purpose for which the Limited Liability Company is formed is to operate a restaurant.

**ARTICLE V**

**CAPITAL**

The total amount of cash contributed to stated capital of the LLC is \$1,000.

**ARTICLE VI**

**INITIAL MEMBERS**

**The names and street addresses of Members who shall constitute the initial Members of the Company are as follows:**

MGR  
Nesly Chaperon  
2200 NW 185<sup>th</sup> Way  
Pembroke Pines, FL 33029

**ARTICLE VII**

**MANAGEMENT OF THE LIMITED LIABILITY COMPANY**

The powers of the Company shall be exercised by or under the authority of, and the business and affairs shall be managed under the direction of one or more managers. The initial manager is the undersigned organizer of the company, Nesly Chaperon, 2200 NW 185<sup>th</sup> Way, Pembroke Pines, FL 33029. The Company shall be managed pursuant to the terms of the Operating Agreement, or any amendments thereto.

## ARTICLE VIII

### LIMITATION OF LIABILITY

To the fullest extent permitted by law, no manager or officer of the Company shall be personally liable for monetary damages for breach of fiduciary duty as a manager or officer. Without limiting the effect of the preceding sentence, if the law is hereafter amended to authorize the further elimination or limitation of the liability of a manager or officer, then the liability of a manager or officer of the Company shall be eliminated or limited to the fullest extent permitted by law, as so amended. Neither any amendment nor repeal of this Article VIII, nor the adoption of any provision of these Articles of Organization inconsistent with this Article VIII, shall eliminate, reduce, or otherwise adversely affect any limitation on the personal liability of a manager or officer of the Company existing at the time of such amendment, repeal or adoption of such an inconsistent provision.

## ARTICLE IX

### INDEMNIFICATION

The limited liability company is authorized to indemnify the directors and officers of the limited liability company to the fullest extent permissible under Florida law. As such, each director, stockholder and officer, in consideration for his or her services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him or her by reason of his or her being or having been a director, stockholder or officer of the limited liability company or of any subsidiary of the limited liability company, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

The liability of the directors of the limited liability company for monetary damages shall be eliminated to the fullest extent permissible under Florida law.

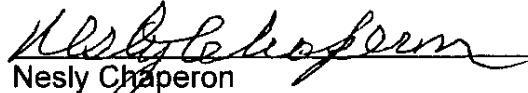
**ARTICLE X**

**REGISTERED AGENT, REGISTERED OFFICE**

The name and Florida Street address of the registered agent are:

Nesly Chaperon  
2200 NW 185<sup>th</sup> Way  
Pembroke Pines, FL 33029

\*\*\*\*\*  
IN WITNESS WHEREOF, the undersigned officer has executed these Articles of Organization for the limited liability company of GRILLADES CREOLES RESTAURANT, LLC. (In accordance with section 608.408(3), Florida Statutes), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
Nesly Chaperon

STATE OF FLORIDA  
COUNTY OF BROWARD

I hereby certify that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared NESLY CHAPERON, to me known to be the person described in and who executed the foregoing instrument and she acknowledged before me that she executed the same.

Witness my hand and official seal in the County and State aforesaid this 5<sup>th</sup> day of May 2006.

  
Notary Public  
My Commission Expires: 12/22/09

**ACCEPTANCE BY REGISTERED AGENT**

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.

  
Nesly Chaperon/Registered Agent

5/5/06  
Date