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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**EMERALD CATERERS SOUTH, LLC**

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**ARTICLES OF ORGANIZATION  
OF  
EMERALD CATERERS SOUTH, LLC**

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

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**ARTICLE I. NAME**

The name of the limited liability company is Emerald Caterers South, LLC (the "Company").

**ARTICLE II. ADDRESS OF PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company shall be 1200 Normandy Drive, Miami Beach, Florida, 33141.

**ARTICLE III. MANAGEMENT**

The management of the Company is reserved to members, or officers of the members, that will be referred to as managing members. The name and address of the initial managing members are as follows:

Mark Hayes  
1200 Normandy Drive  
Miami Beach, Florida, 33141

**ARTICLE IV. DURATION**

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved.

**ARTICLE V. REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent of the Company in the State of Florida is Lawrence M. Schantz, Esq., 2525 Ponce De Leon Boulevard, Suite 400, Coral Gables, Florida 33134.

FILED

These Articles of Organization have been executed on the date set forth under the name of the authorized representative of the managing members of the Company. In accordance with the terms of §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.

Dated: June 6, 2006

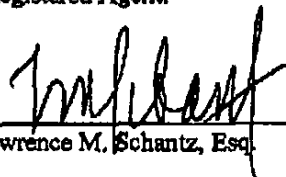


Lawrence M. Schantz, Esq.  
Authorized Representative

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Emerald Caterers North LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.

Dated: June 6, 2006



Lawrence M. Schantz, Esq.