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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Heritage Restaurant Services Corp, LLC

Signature _____

Requested by: WL 12/11 11:00

Name _____

Date _____

Time _____

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ARTICLES OF ORGANIZATION OF HERITAGE RESTAURANT SERVICES LOOP, L.L.C.

The undersigned organizer and authorized representative of the members, desiring to form a Limited Liability Company pursuant to Chapter 608 of the laws of the State of Florida, The Florida Limited Liability Company Act, hereby certifies as follows:

ARTICLE 1 - NAME

The name of the company shall be Heritage Restaurant Services Loop, L.L.C.

ARTICLE 2 - PRINCIPAL OFFICE

The address of the principal office of the company is 13171 Atlantic Boulevard Jacksonville, Florida 32225.

ARTICLE 3 - DURATION

The duration of the company shall be perpetual, unless terminated earlier in accordance with the company's regulations.

ARTICLE 4 - INITIAL REGISTERED AGENT AND ADDRESS

The name and mailing address of the company's registered agent for service of process is Douglas D. Chunn, One Independent Drive, Suite 3201, Jacksonville, Florida 32202.

ARTICLE 5 - INITIAL MEMBERS

The initial member of the Company shall be William P. Register.

ARTICLE 6 - ADDITIONAL MEMBERS

The member shall be entitled to admit additional members upon the consent of the company's Board of Managers. Following the consent of the Board of Managers, any prospective member shall become a member upon payment of his, her or its

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contribution to the capital of the company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the company.

ARTICLE 7 - DISSOLUTION OF COMPANY

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall terminate the membership in the company. Upon the occurrence of any such event or any other that terminates the continued membership of a member in the company, the company shall be dissolved unless all of the remaining members consent to continue the existence of the company.

ARTICLE 8 - MANAGERS

The management of the company shall be vested in a Board of Managers, and the sole initial member is William P. Register whose address is 13171 Atlantic Boulevard, Jacksonville, Florida. Mr. Register shall serve until any successor is elected and qualified.

ARTICLE 9 - RETURN OF CAPITAL

No member shall have the right to the return of its contribution to capital except as provided in the company's regulations.

ARTICLE 10 - AMENDMENT OF ARTICLES OF ORGANIZATION


These Articles of Organization may be amended by majority vote of the voting members of the company as provided in Chapter 608, Florida Statutes.

ARTICLE 11 - REGULATIONS

Regulations of this company shall be approved and adopted by majority vote of the members of the company and may be amended by a majority vote of the voting members or the Board of Managers of the Company.

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IN WITNESS WHEREOF, I have subscribed these Articles of Organization this
8th day of December, 2006.


DOUGLAS D. CHUNN
Organizer

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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for Heritage Restaurant Services Loop, L.L.C. at the place designated in the Articles of Organization, Douglas D. Chunn hereby accepts the appointment as registered agent and agrees to act in this capacity. Douglas D. Chunn further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Douglas D. Chunn is familiar with and accepts the obligations of his position as registered agent.


DOUGLAS D. CHUNN

Date: December 8, 2006

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