

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000122358
FILED 8:00 AM
December 27, 2006
Sec. Of State
tcline

Article I

The name of the Limited Liability Company is:
B & Y RESTAURANTS GROUP LLC.

Article II

The street address of the principal office of the Limited Liability Company is:
1000 SOUTH POINTE DR.
#2002
MIAMI BEACH, FL. US 33139

The mailing address of the Limited Liability Company is:
1000 SOUTH POINTE DR.
#2002
MIAMI BEACH, FL. US 33139

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
JEFFREY E YAGODA
8635 SW 96 ST.
MIAMI, FL. 33156

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.

Registered Agent Signature: JEFFREY E. YAGODA

Article V

The name and address of managing members/managers are:

Title: PRES
MICHAEL BLOCK
100 SOUTH POINTE DR. #2002
MIAMI BEACH, FL. 33139 US

Title: V. P
JEFFREY E YAGODA
8635 SW 96 ST.
MIAMI, FL. 33156 US

Title: SECR
SANDRA B YAGODA
8635 SW 96 ST.
MIAMI, FL. 33156 US

Article VI

The effective date for this Limited Liability Company shall be:

01/01/2007

Signature of member or an authorized representative of a member

Signature: SANDRA B. YAGODA

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