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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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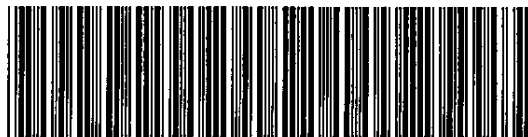
(Business Entity Name)

(Document Number)

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12/18/06--01036--024 **155.00

EFFECTIVE DATE

12/19/06

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DIVISION OF CORPORATIONS
06 DEC 18 AM 10:23

W06-54397
J. BRYAN DEC 19 2006

J. BRYAN DEC 28 2006

RICHARD L. PEARSE, JR., P.A.
LAWYERS

RICHARD L. PEARSE, JR.
SHERRI M. STINSON

DEBRA A. LEPLA.
LEGAL ASSISTANT

1239 S. MYRTLE AVENUE
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TELEPHONE: (727) 462-9009
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OF COUNSEL:
PIERRO & ASSOCIATES, LLC†
ALBANY, NEW YORK
NEW YORK, NEW YORK
†MEMBERS NOT ADMITTED
IN FLORIDA

December 15, 2006

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

Re: Articles of Organization of
Beautiful Burgers, L.L.C.

Dear Sir or Madam:

Enclosed you will find the original and one copy of the Articles of Organization and Designation of Registered Agent for the referenced limited liability company. A check in the amount of \$155.00 is also enclosed for the filing and certified copy fee.

Please return one certified copy of the Articles of Organization to this office at your earliest convenience.

Thank you for your attention to this matter.

Sincerely yours,

Richard Pearse /dl/

Richard L. Pearse, Jr.

RLP/dal

Enclosures

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06 DEC 18 AM 10:23



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 19, 2006

RICHARD L. PEARSE, JR.
RICHARD L. PEARSE, JR., P.A.
1239 S. MYRTLE AVENUE
CLEARWATER, FL 33756-3469

SUBJECT: BEAUTIFUL BURGERS, LLC
Ref. Number: W06000054397

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DIVISION OF CORPORATIONS
06 DEC 18 AM 10:23

We have received your document for BEAUTIFUL BURGERS, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 306A00071744

DEC 22 2006

RICHARD L. PEARSE, JR., P.A.
LAWYERS

RICHARD L. PEARSE, JR.
SHERRI M. STINSON

DEBRA A. BERGERON,
LEGAL ASSISTANT

1239 S. MYRTLE AVENUE
CLEARWATER, FLORIDA 33756-3469

TELEPHONE: (727) 462-9009
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OF COUNSEL:
PIERRO & ASSOCIATES, LLC†
ALBANY, NEW YORK
NEW YORK, NEW YORK
†MEMBERS NOT ADMITTED
IN FLORIDA

December 26, 2006

Mr. Joey Bryan
Document Specialist
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314-6327

Re: Beautiful Burgers, LLC
Ref. Number W06000054397

Dear Sir:

Enclosed please find the original and once copy of corrected Articles of Organization for Beautiful Burgers, LLC, together with a copy of your letter dated December 19, 2006.

Please return a certified copy of the Articles of Organization after the same have been filed.

PLEASE NOTE that the Articles of Organization specify an effective date of the existence of the limited liability company of December 19, 2006. In addition, the Division of Corporations received and rejected the original articles of organization on December 19, 2006, and we desire the filing of the corrected articles of organization to relate back to and be effective as of the original filing date of December 19, 2006.

If you have any questions or require any additional information, please don't hesitate to contact me at your convenience.

Sincerely yours,



Richard L. Pearse, Jr.

RLP/hs

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
BEAUTIFUL BURGERS, LLC
a Florida limited liability company**

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**ARTICLE I
NAME**

The name of this limited liability company is BEAUTIFUL BURGERS, LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is:

4500 140th Avenue North Ste 109
Clearwater, Florida 33762

EFFECTIVE DATE
12/19/06

**ARTICLE III
DURATION**

The Company's existence shall commence upon the filing of these Articles of Organization with the Secretary of State of Florida and shall continue for sixty (60) years thereafter unless sooner terminated, liquidated or dissolved by law or by the unanimous consent of the Members.

**ARTICLE IV
MANAGEMENT**

The Company shall be managed by its manager(s). The name and address of the initial sole manager of the Company is:

Gerald L. Gehrand
4500 140th Avenue North Ste 109
Clearwater, Florida 33762

**ARTICLE V
ADMISSION OF NEW MEMBERS**

The right, if given, of the members to admit additional members and the terms and conditions of the admission of new members to the Company shall be:

The manager may admit new or additional members in the sole and unfettered discretion of the manager subject only to the condition that any new or additional member must agree in writing to be bound as a member by the Operating Agreement of the Company.

ARTICLE VI MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company shall be:

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall not terminate the limited liability company, and the business of the limited liability company shall be automatically continued, so long as there is at least one remaining member.

ARTICLE VII EFFECTIVE DATE OF EXISTENCE

The Company's existence shall commence on December 19, 2006.

Executed at Clearwater, Florida, on this December 15, 2006.



RICHARD L. PEARSE, JR., as authorized
agent of member of BEAUTIFUL
BURGERS, LLC

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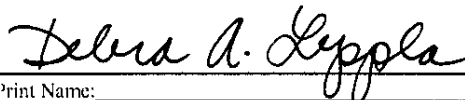
In accordance with the provisions of §608.408(3), Fla. Stat., I declare and affirm under penalties of perjury that the facts and matters stated herein are true.



RICHARD L. PEARSE, JR.

**STATE OF FLORIDA
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me on this December 15, 2006, by RICHARD L. PEARSE, JR., as an authorized representative of a member of BEAUTIFUL BURGERS, LLC, who is personally known to me.



Print Name: _____

NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



Debra A. Leppla
Commission # DD561971
Expires July 14, 2010

Bonded Troy Fan - Insurance, Inc. 880-363-7019

This instrument prepared by:

Richard L. Pearse, Jr., of
Richard L. Pearse, Jr., P.A.
1239 S. Myrtle Avenue
Clearwater, FL 33756
(727) 462-9009
Florida Bar No. 0282723

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DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of §§608.415 or 608.507, Fla. Stat., the undersigned limited liability company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida:

1. The name of the limited liability company is BEAUTIFUL BURGERS, LLC (the "Company").
2. The name of the Registered Agent and the Florida street address of the Registered Office of the Company is:

Richard L. Pearse, Jr.
1239 S. Myrtle Avenue
Clearwater, FL 33756


Executed at Clearwater, Florida, on this December 15, 2006.


RICHARD L. PEARSE, JR., as authorized
agent of member of BEAUTIFUL
BURGERS, LLC

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ACCEPTANCE

The undersigned, having been named as Registered Agent for the above-stated limited liability company at the place designated in this certificate, does hereby accept the appointment as Registered Agent, and agrees to act in such capacity and comply with the provisions of all statutes relating to the proper and complete performance of the duties of Registered Agent. I certify that I am familiar with and freely accept the obligations of the office of Registered Agent for the Company.


RICHARD L. PEARSE, JR., Registered
Agent

This instrument prepared by:

Richard L. Pearse, Jr., of
Richard L. Pearse, Jr., P.A.
1239 S. Myrtle Avenue
Clearwater, FL 33756
(727) 462-9009
Florida Bar No. 0282723