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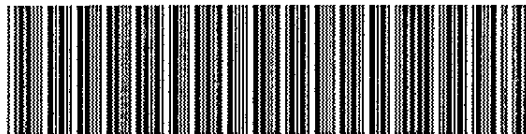
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*mf*

**FRIEDMAN, ROSENWASSER & GOLDBAUM, P.A.**

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**ANDREW R. FRIEDMAN**

E-Mail: arfatty@att.net

January 16, 2007

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

RE: ABH SUBS, LLC  
ABH FRANCHISING, LLC

Dear Sir/Madam:


Enclosed herewith please find the following:

1. An original and one copy of the Articles of Organization for **ABH SUBS, LLC**, along with our client's check in the amount of \$125.00 made payable to Florida Department of State; and
2. An original and one copy of the Articles of Organization for **ABH FRANCHISING, LLC**, along with our client's check in the amount of \$125.00 made payable to Florida Department of State.

Please file the enclosed and return one filed copy to the undersigned.

If you have any questions with regard to the above, feel free to call.

Very truly yours



Andrew R. Friedman

ARF  
Encl.

**ARTICLES OF ORGANIZATION  
OF  
ABH SUBS, LLC**

**ARTICLE I  
NAME**

The name of this limited liability company is **ABH SUBS, LLC**.

**ARTICLE II  
DURATION**

This limited liability company shall have perpetual existence.

**ARTICLE III  
PURPOSE**

This limited liability company is organized for any lawful purpose, except that special statutes for the regulation and control of specific types of business shall control when in conflict with these Articles of Organization.

**ARTICLE IV  
ADDRESS**

The principal place of business and mailing address of this limited liability company shall be **2175 Balsan Way, Wellington, Florida 33414**.

**ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent of this limited liability company is **Neal Zweiban**, and the initial registered agent's office address shall be **2175 Balsan Way, Wellington, Florida 33414**.

**ARTICLE VI  
MANAGEMENT**

This limited liability company shall be managed by its Members. The name and address of the initial Member is:

Neal Zweiban  
2175 Balsan Way  
Wellington, Florida 33414

**ARTICLE VII  
POWERS**

This limited liability company shall have all of the powers enumerated in the Limited Liability Act.

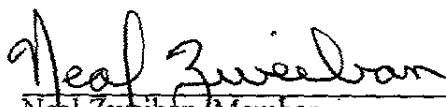
ARTICLE VIII  
RIGHT OF CONTINUANCE

The members shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the limited liability company.

ARTICLE IX  
AMENDMENT

These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, a member of the limited liability company has executed these Articles of Organization on the 11 day of JAN, 2007, and affirms under the penalties of perjury that the facts contained in these Articles of Organization are true to the best of his/her knowledge.

  
\_\_\_\_\_  
Neal Zweiban/Member

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the limited liability company is:

**ABH SUBS, LLC**

2. The name and address of the registered agent and office is:

Neal Zweiban  
2175 Balsan Way  
Wellington, Florida 33414

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.

  
Neal Zweiban

Date: 1/11/07

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