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2007 JUL 30 AN IO: 54 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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## FLORIDA DEPARTMENT OF STATE Division of Corporations

February 28, 2007

CLEMATIS HOLDINGS, LLC 400 CLEMATIS STREET, SUITE 209 WEST PALM BEACH, FL 33401

SUBJECT: CLEMATIS HOLDINGS, LLC

Ref. Number: W07000010136

We have received your document for CLEMATIS HOLDINGS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6020.

Tammi Cline Document Specialist

Letter Number: 707A00014470

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



# BUCKINGHAM, DOOLITTLE & BURROUGHS, LLP

Attorneys & Counselors at Law

515 N. Flagler Drive Suite 950 West Palm Beach, FL 33401 561.653.3318 Toll-Free 866.448.2825 FAX: 561-653-9952 www.bdblaw.com Akron Boca Raton Canton Cleveland Columbus West Palm Beach

Brian J. Cooke

E-Mail: bcooke@bdblaw.com

July 31, 2007

## **VIA U.S. MAIL**

Tammi Cline Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Clematis Holdings, LLC

Dear Ms. Cline:

Please find enclosed a copy of the Articles of Organization and the Acceptance by Registered Agent. I understand that you already have the filing fee in the amount of \$125.00.

Please contact me with any questions that you may have.

Very truly yours,

Brian J. Cook

BJC/ckc Enclosures 2007 JUL 30 AM IO: 5
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### <u>ARTICLE VII – MANAGEMENT</u>

Subject to the right(s) of the Members to elect a Manager or Managers as set forth in the Operating Agreement of the Company, the day-to-day management of the Company is reserved to the Member whose name and address is:

William Watson 400 Clematis Street, Suite 209 West Palm Beach, FL 33401

#### ARTICLE VIII – SUBSCRIBER

The name and address of the person executing these Articles of Organization as the Subscriber of the Company is Brian J. Cooke, Buckingham, Doolittle & Burroughs, LLP, 515 North Flagler Drive, Suite 950, West Palm Beach, FL 33401.

' <u>-</u>	idersigned has executed these Artic	les of Organization	
this _2 day of November, 2006.			
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	Notary Public -	ALMED ACINI VI TALLE IN	
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Bonded By National Notary Assn.

#### ACCEPTANCE BY REGISTERED AGENT

. Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, 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 Clematis Holdings, LLC
- 2. The name and the Florida street address of the registered agent is:

William Watson c/o Big Time Restaurant Group Corp. 400 Clematis Street, Suite 209 West Palm Beach, FL 33401

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

William Watson, Registered Agent

«WPB:1885\_v1/64016-0001»

2007 JUL 30 AN 10: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



### FLORIDA DEPARTMENT OF STATE Division of Corporations

June 4, 2007

P 00 00 00 56681

HEARD AND ASSOCIATES INC. 20830 NW 36 AVE. MIAMI GARDENS, FL 33056

SUBJECT: HEARD AND ASSOCIATES INC.

Ref. Number: P00000056681

900106428679

Debit Memo #: 76055-S

This is to inform you that your check #1004 dated April 10, 2007 in the amount of \$1350.00 and submitted for HEARD AND ASSOCIATES INC. has been returned to us by your bank because of NOT SUFFICIENT FUNDS.

We request that you remit a cashier's check or money order in amount of \$1417.50 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations Attn: Melinda Lilliston P.O. Box 6327 Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (850) 245-6900.

Sincerely, Melinda Lilliston Administrative Assistant II Division of Corporations

Letter number: 507A00038017



July 20, 2007

HEARD AND ASSOCIATES, INC. 20830 NW 36 AVE. MIAMI GARDENS, FL 33056

**SUBJECT: H & G CORPORATION** 

Ref. Number: P00000056681

Debit Memo #: 76055-S

Due to your failure to respond to our previous letter advising you of the attached returned check #1004, the Reinstatement for H & G CORPORATION has been cancelled and is considered not filed as of July 20, 2007.

The status of your corporation has now reverted to its previous status of administratively dissolved or revoked.

If you have any questions concerning the returned check, please call (850) 245-6900.

Letter number: 207A00045782

Sincerely Melinda Lilliston Administrative Assistant II Division of Corporations