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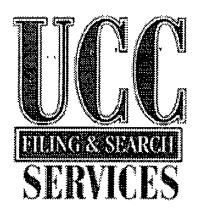


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UCC FILING & SEARCH SERVICES, INC. 1574 Village Square Blvd Ste 100 Tallahassee, Florida 32309 (850) 681-6528 P HOLD FOR PICKUP BY UCC SERVICES OFFICE USE ONLY

August 31, 2007

# **CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Guadalajara Mexican Grill of Callaway, LLC

	<u>Filing Evidence</u>	Type of Document
	□ Plain/Confirmation Copy	☐ Certificate of Status
	□ Certified Copy	☐ Certificate of Good Standing
		□ Articles Only
	Retrieval Request  Photocopy  Certified Copy	□ All Charter Documents to Include Articles & Amendments □ Fictitious Name Certificate □ Other
	NEW FILINGS	AMENDMENTS ST &
	Profit	Amendment
	Non Profit	Resignation of RA Officer/Director
X	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger
	OTHER FILINGS	REGISTRATION/QUALIFICATION
	Annual Reports	Foreign
	Fictitious Name	Limited Liability
	Name Reservation	Reinstatement
	Reinstatement	Trademark
		Other

#### ARTICLES OF ORGANIZATION OF

# GUADALAJARA MEXICAN GRILL OF CALLAWAY, LLC

The undersigned, being authorized to execute and file these Articles, hereby certify that:

# ARTICLE I — Name:

The name of the Limited Liability Company is:

GUADALAJARA MEXICAN GRILL OF CALLAWAY, LLC

# ARTICLE II — Address:

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

c/o Ismael Barragan, 1007 Georgia Avenue, Lynn Haven, Florida 52444

#### **ARTICLE III — Duration:**

The duration for the Limited Liability Company shall be perpetual unless terminated as provided in the Operating Agreement/Regulations of the LLC or in accordance with the law of Florida.

#### ARTICLE IV — Management:

The Limited Liability Company is to be managed by the members, and the names and addresses of the managing members are:

Ismael Barragan, 1007 Georgia Avenue, Lynn Haven, Florida 32444 Silvino Barragan, 3001 Nowell Court, Panama City, Florida 32405

# ARTICLE V — Admission of Additional Members:

The right, if given, of the member to admit additional members and the terms and conditions of the admissions shall be in accordance with the Operating Agreement/Regulations of the LLC.

# ARTICLE VI — Member's Rights to Continue Business

The right, if given, of the remaining members of the Limited Liability 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 Limited Liability Company shall be in accordance with the Operating Agreement/Regulations of the LLC.

JOMAEL BARRAGAN

SILVINO BARRAGAN

2007 NUG 31 A 9: 36
SECRETARY OF STATE
TALLAHASSEE, FI ORIE

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

<ol> <li>The name of the Limited Liability Compar</li> </ol>
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GUADALAJARA MEXICAN GRILL OF CALLAWAY, LLC.	SEC	2001	
2. The name and the Florida street address of the registered agent and registered office are	RE ja	AU6	Cr;Te
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Diane Hare, C.P.A. 2589 Jenks Avenue	4.0F	— >	
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DIANE HARE, C.P.A.