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MORRIS LECOMPTE, P.A.

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Division of Corporations

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From:

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Account Number : 072100000461
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

BAYNARD'S BEST FRANCHISES, LLC

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ARTICLES OF ORGANIZATION
OF
BAYNARD'S BEST FRANCHISES, LLC

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I

Name

The name of this Company shall be BAYNARD'S BEST FRANCHISES, LLC.

ARTICLE II

Place of Business

The street address of the principal office of this Company shall be 1432 Brightwaters Blvd. NE, St. Petersburg, FL 33704 and the mailing address of the principal office of this Company shall be 1432 Brightwaters Blvd. NE, St. Petersburg, FL 33704 or such other place or places as may be designated by the manager(s) from time to time.

ARTICLE III

Registered Agent and Office

The initial registered agent for this Company shall be William T. Baynard, Jr., and the address of the registered agent for service of process shall be 1432 Brightwaters Blvd. NE, St. Petersburg, FL 33704.

ARTICLE IV

Management of Business

The Company shall be a manager-managed company. William T. Baynard, Jr. is designated as the initial manager, to hold such position until another manager is elected in accordance with the operating agreement of the Company.

ARTICLE V

Effective Date

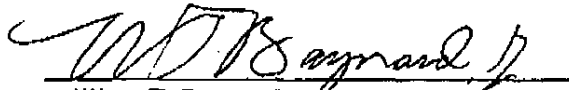
These Articles shall be effective as of September 19, 2007.

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The undersigned has executed these Articles of Organization this 19th day of September, 2007.


William T. Baynard, Jr., Manager

CERTIFICATE OF DESIGNATION
AND
ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for Baynard's Best Franchises, LLC, at 1432 Brightwaters Blvd. NE, St. Petersburg, FL 33704, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated: September 19th, 2007


WILLIAM T. BAYNARD, JR.

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