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Anthony M. Nardella, Jr. Stephen C. L. Chong (Board Certified Real Estate Lawyer) C. Gene Shipley Nicole Smith Joshua D. Grosshans Of Counsel: Raymond J. Branch (also licensed in Michigan) Byron D. Gay

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234 N. Westmonte Dr., Suite 3000 Altamonte Springs, FL 32714-3373 Telephone: 407-786-2700 Fax: 407-786-2705 www.NardellaChong.com

October 26, 2007

DHL COURIER

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Amended and Restated Articles of Organization of: **Osteen's Family Restaurant, LLC** Document No.: L07000100800 Date Filed: October 3, 2007 **Our File No.: ME20 31055**

Dear Sir or Madame:

Enclosed please find an original and a copy of the Amended and Restated Articles of Organization for the above-referenced company along with our check no. 9976 made payable to the Florida Department of State in the amount of \$25.00 in order to defray your filing fee for the amended and restated Articles.

Please return the file stamped copy of the amended and restated Articles to the undersigned at your earliest convenience.

If you should have any questions, please feel free to contact the undersigned.

Very sincerely yours,

inthone M. Nardella, Sp. / It Anthony M. Nardella, Jr

AMN/lt Enclosure

cc: Mr. Robert Meyers SIGNED IN THE ABSENCE OF ANTHONY M. NARDELLA, JR. TO EXPEDITE MAILING.

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

OF

OSTEEN'S FAMILY RESTAURANT, LLC A Florida Limited Liability Company

In compliance with the requirements of F.S. Chapter 608, the undersigned, being authorized to adopt, execute and file these Amended and Restated Articles of Organization, hereby certifies that:

ARTICLE I -- Name

The name of the Limited Liability Company is:

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OSTEEN'S FAMILY RESTAURANT, LLC

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ARTICLE II – Purpose

The Company is organized to engage in any business permitted under the Act

ARTICLE III – Address

The mailing address and street address of the principal office of the Limited Liability Company is: 195 S. S.R. 415, Osteen, Florida 32764.

ARTICLE IV – Registered Agent and Registered Office

The name and the Florida street address of the initial registered agent are: KENNETH SCHIFFERMILLER, 195 S. S.R. 415, Osteen, Florida 32764.

ARTICLE V --- Management

The Limited Liability Company is to be managed by KENNETH SCHIFFERMILLER. The identity and number of the managers will be established as provided in the Limited Liability Company's Operating Agreement.

> Articles of Organization for Osteen's Family Restaurant, LLC Page 1 of 3

ARTICLE VI – Members

The initial members of the Limited Liability Company are KENNETH SCHIFFERMILLER and ROBERT L. MEYERS. The identity, number, rights and responsibilities of the members will be established as provided in the Limited Liability Company's Operating Agreement.

ARTICLE VII -- Operating Agreement

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Limited Liability Company must be in writing and signed by all of the members.

ARTICLE VIII – Indemnification

The Limited Liability Company shall indemnify its members, managers and agents to the fullest extent permitted by law. $\overline{\Sigma}_{co}$

ARTICLE IX - Limited Liability of Members and Managers

The private property of the members and managers shall not be subject to payment of Limited Liability Company's debts to any extent.

ARTICLE X - Effective Date for This Limited Liability Company³

The Limited Liability Company has an effective date of October 1, 2007. The Articles of Organization for the Limited Liability Company was filed on October 3, 2007, and was assigned document number L07000100800.

IN WITNESS WHEREOF, I have signed these Amended and Restated Articles of Organization of Osteen's Family Restaurant, LLC, and acknowledged them to be my act this day of October, 2007.

Manager/Memper

ROBERT L. MEYERS, Member

Articles of Organization for Osteen's Family Restaurant, LLC Page 2 of 3

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as registered agent to accept service of process for the above stated limited liability company at the place designated in this statement. 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 under Chapter 608, Florida Statutes.

KENNETH FFERMILLER,

• •.

Registered Agent

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Articles of Organization for Osteen's Family Restaurant, LLC Page 3 of 3