

Division of Corporations

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Florida Department of State
Division of Corporations
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Account Name : LAW OFFICE OF KENT A. SKRIVAN, PLLC
Account Number : I20040000145
Phone : (239) 597-4500
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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Sweet Melissa's Cafe, L.L.C.

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G. MCLEOD

JAN 14 2008

EXAMINER

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• **Law Offices of Kent A. Skrivan**
• 801 Laurel Oak Drive #705
• Naples, Florida 34108
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To: Florida Department of State
Fax number: 18506176383

From: Marsha DeFrancesco
Fax number: 239-597-5623
Business phone: 597-4500
Home phone:

Date & Time: 1/11/2008 10:02:11 AM
Pages: 6
Re: New LLC

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**ARTICLES OF ORGANIZATION
OF
SWEET MELISSA'S CAFE, L.L.C.**

The undersigned acting as organizer of SWEET MELISSA'S CAFE, L.L.C., under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be SWEET MELISSA'S CAFE, L.L.C., (the "Company").

**ARTICLE II
DURATION**

This Company shall exist perpetually, unless dissolved according to law or as set forth in any Operating Agreement adopted by the Company and its members.

**ARTICLE III
PURPOSE**

The Company is organized pursuant to the Florida Limited Liability Company Act for the purpose of conducting any lawful activity in Florida, with the powers described in the Florida Limited Liability Company Act and as set forth in any Operating Agreement adopted by the Company and its members.

**ARTICLE IV
BUSINESS ADDRESS/MAILING ADDRESS**

The address of the place of business in this State of the Company shall be 751 Tarpon Bay Road, Sanibel, Florida 33957. The mailing address of the Company shall be 37 Willow Lane, Grosse Pointe Farms, Michigan 48236-3041.

Prepared by:
Kent A. Skrivan, Esq.
801 Laurel Oak Drive, Ste. 705
Naples, Florida 34108
(239) 597-4500
Bar #0893552

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ARTICLE V
REGISTERED AGENT

The name and address of the Company's initial registered agent and registered office is Kent A. Skrivan, The Law Offices of Kent A. Skrivan, 801 Laurel Oak Drive, Suite 705, Naples, Florida 34108.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the Company upon the consent of and approval of the manager and then only upon the condition that a new member be bound by and become a party to any Operating Agreement of the Company.

ARTICLE VII
DISSOLUTION, CONTINUATION

The members shall have the right to continue the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the membership of a member in the Company.

ARTICLE VIII
MANAGEMENT

The Company is to be managed by a Manager or Managers. The name and address of the initial Manager of the Company who shall serve as Manager until her successor is elected and qualified is:

Gretchen C. Valade
37 Willow Lane
Grosse Pointe Farms, Michigan 48236-3041

ARTICLE IX
ADDITIONAL PROVISIONS

The effective date of this limited liability company shall be upon filing.

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IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 10th day of January, 2008.

By: Kent A. Skrivan
Kent A. Skrivan, authorized representative
of a member

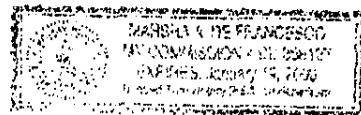
In accordance with Section 608.408(3), Florida Statutes the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

STATE OF FLORIDA)
) ss.
COUNTY OF COLLIER)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Kent A. Skrivan, to me known to be the person described in and who executed the foregoing Articles of Organization of SWEET MELISSA'S CAFE, L.L.C. Kent A. Skrivan is ✓ personally known to me or has produced _____ as identification.

WITNESS my hand and official seal in the County and State named above, this 10th day of January, 2008.

Marshall A. DeFrancesco
Notary Public
My Commission Expires:



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

In compliance with Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent/registered office, in the State of Florida:

1. The name of the Limited Liability Company is SWEET MELISSA'S CAFE, L.L.C.
2. The name and address of the registered agent and registered office is:

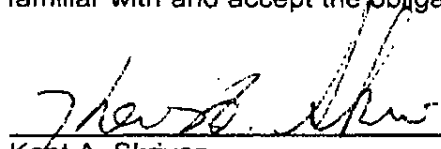
Kent A. Skrivan
The Law Offices of Kent A. Skrivan
801 Laurel Oak Drive, Suite 705
Naples, Florida 34108

By: 

Kent A. Skrivan, authorized representative
of a member

ACCEPTANCE:

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


Kent A. Skrivan

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