

Division of Corporations

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Florida Department of State
Division of Corporations
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Fax Number : (850) 617-6383

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Account Name : JOHNSON, AUVIL, BROCK & WILSON, P.A.
Account Number : 120010000040
Phone : (352) 567-2500
Fax Number : (352) 567-6813

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**IN AND OUT DRIVE THROUGH, LLC**

Certificate of Status	0
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EXAMINER

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ARTICLES OF ORGANIZATION
OF
IN AND OUT DRIVE THROUGH, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company as defined in Section 608.402 of the Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be IN AND OUT DRIVE THROUGH, LLC, and its principal office shall be located at 15000 Citrus Country Drive, #105, Dade City, Florida 33523, and its mailing address shall be 15000 Citrus Country Drive, #105, Dade City, Florida 33523, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is located at Johnson, Auvil, Brock & Wilson, P.A., 37837 Meridian Avenue, Suite 100, Dade City, Florida 33525, and the name of its registered agent at that address is P. HUTCHISON BROCK, II, ESQ.

ARTICLE III
PURPOSES AND POWERS

The limited liability company may engage in any and all activities and businesses permitted under the laws of the United States and of the State of Florida. The limited liability

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company shall have all of the powers vested in a limited liability company organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV
DURATION

The limited liability company's duration shall be perpetual. Corporate existence shall commence upon filing with the Florida Department of State.

ARTICLE V
MANAGEMENT

The limited liability company shall be managed by the managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization. The name and address of the manager of the limited liability company is:

<u>NAME</u>	<u>ADDRESS</u>
JAMES E. GUEDRY	15032 Uptown Drive Dade City, Florida 33523

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ARTICLE VI
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by vote of the holders of a majority of the then-outstanding and not returned capital of the limited liability company. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in

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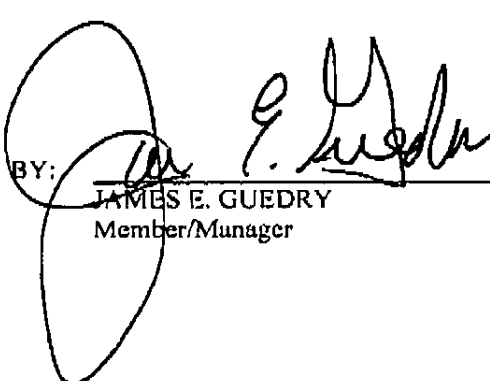
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the limited liability company, the remaining members shall have the right to continue the business on the vote of the members holding a majority of the then-outstanding and not returned capital of the company.

The undersigned, being the authorized representatives of the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of IN AND OUT DRIVE THROUGH, LLC.

Executed by the undersigned at Dade City, Pasco County, Florida, on this 5th day of September, 2008.

BY:



JAMES E. GUEDRY
Member/Manager

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STATEMENT DESIGNATING REGISTERED AGENT AND OFFICESTATE OF FLORIDA
COUNTY OF PASCO


Pursuant to the provisions of Section 608.415 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is IN AND OUT DRIVE THROUGH, LLC.

The name of the registered agent for IN AND OUT DRIVE THROUGH, LLC. is P. HUTCHISON BROCK, II, ESQ., and the street address of company's principal office where the agent is located is Johnson, Auvil, Brock & Wilson, P.A., 37837 Meridian Avenue, Suite 100, Dade City, Florida 33525.

This statement is to acknowledge that, as indicated above, IN AND OUT DRIVE THROUGH, LLC, has appointed P. HUTCHISON BROCK, II, ESQ., as its registered agent to accept service of process for the company at the place designated above in this certificate. He accepts this appointment as registered agent, and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as registered agent.

DATED: September 11, 2008.


P. HUTCHISON BROCK, II, ESQ.
Registered Agent2008 SEP 11 AM 9:07
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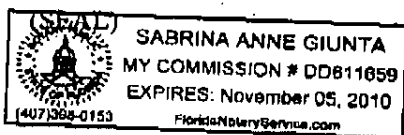
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STATE OF FLORIDA
COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 11th day of September, 2008, by P. HUTCHISON BROCK, II, ESQ., agent on behalf of IN AND OUT DRIVE THROUGH, LLC, a limited liability company. P. HUTCHISON BROCK, II, ESQ., is personally known to me, or produced a Florida drivers license as identification.

Sabrina Anne Giunta
NOTARY PUBLIC - STATE OF FLORIDA



Sabrina Giunta
Typed/Printed Name of Notary Public

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