

Division of Corporations

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Florida Department of State  
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Account Name : JERRY COLEMAN, P.  
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## FLORIDA/FOREIGN LIMITED LIABILITY CO.

Franco's Hero &amp; Deli LLC

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**ARTICLES OF ORGANIZATION FOR  
FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I – NAME**

The name of the Limited Liability Company is **FRANCO'S HERO & DELI LLC**

**ARTICLE II – ADDRESS**

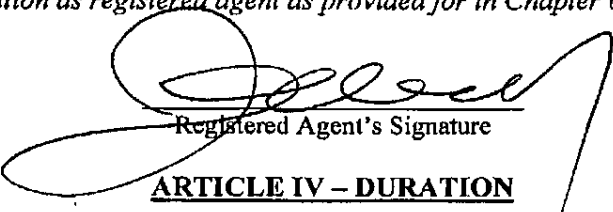
The mailing address and street address of the principal office of the Limited Liability Company is

**201 Front Street, Suite 203  
Key West, Florida 33040**

**ARTICLE III – Registered Agent, Registered Office,  
& Registered Agent's Signature**

**Jerry Coleman, Esq.  
JERRY COLEMAN, P.L.  
201 Front Street, Suite 203  
Key West, Florida 33040-8347**

*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 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 as provided for in Chapter 608, F.S.*

  
Registered Agent's Signature

**ARTICLE IV – DURATION**

The term of duration for the Limited Liability Company shall be perpetual, as may be limited by any agreements between or among the members.

**ARTICLE V – MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the Limited Liability Company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or

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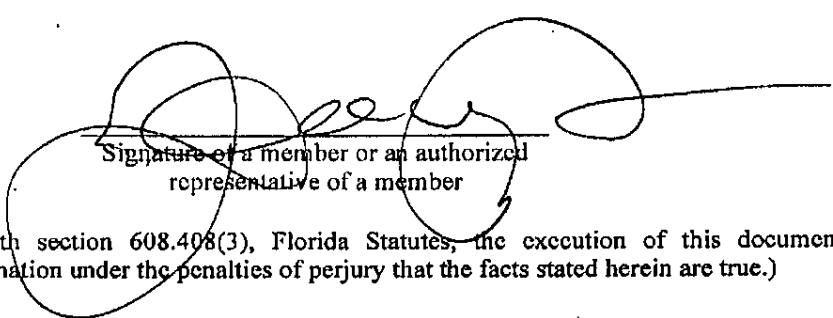
the occurrence of any other event which terminates the continued membership of the member in the Limited Liability Company, in accordance with any agreements between or among the members related to continuing of the business.

**ARTICLE VI – MANAGEMENT (Check box if applicable.)**

The Limited Liability is to be managed by one or more managers and is, therefore, a manager-managed company.

**ARTICLE VII – EFFECTIVE DATE**

Pursuant to the provisions of Chapter 608, Florida Statutes, the Limited Liability Company shall begin in existence upon the filing of these Articles of Organization.

  
Signature of a member or an authorized  
representative of a member

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

**Jerry Coleman**  
Typed or Printed

**Prepared by:**

2

Jerry Coleman, Esq.  
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201 Front Street, Suite 203  
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