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(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
09 NOV - 6 PM 2:46

T. HAMPTON
NOV - 9 2009
EXAMINER

67647-600

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Costa Rica's Creamery, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Luis A. Perez, Esq.

Name of Person

Shook, Hardy & Bacon, L.L.P.

Firm/Company

201 South Biscayne Boulevard, 24th Floor

Address

Miami, Florida 33131

City/State and Zip Code

LPerez@shb.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Luis A. Perez

Name of Person

at (**305**)

358.5171
Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

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

**Shook,
Hardy &
Bacon L.L.P.**

www.shb.com

October 14, 2009

Luis A. Perez

Miami Center, Suite 2400
201 South Biscayne Boulevard
Miami
Florida 33131-4332
305.358.5171
305.960.6952 DD
305.358.7470 Fax
lperez@shb.com

VIA U.S. MAIL

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Registration of LLC

Dear Sir or Madame:

Please find enclosed our client's submission for the registration of their corporate entity.
The enclosure is as follows:

1. Cover letter and Articles of Organization for Florida Limited Liability Company for POPS, L.L.C. d/b/a POPS;

If you should require anything further, please do not hesitate to contact me or my assistant, Judy Alvarez, as listed above.

Very truly yours,



Luis A. Perez
Partner

LAP:jca
Enclosures

Geneva
Houston
Kansas City
London
Miami
Orange County
San Francisco
Tampa
Washington, D.C.

Shook,
Hardy &
Bacon L.L.P.

www.shb.com

November 6, 2009

Luis A. Perez

BY FEDERAL EXPRESS

Ms. Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Miami Center, Suite 2400
201 South Biscayne Boulevard
Miami
Florida 33131-4332
305.358.5171
305.960.6952 DD
305.358.7470 Fax
lperez@shb.com

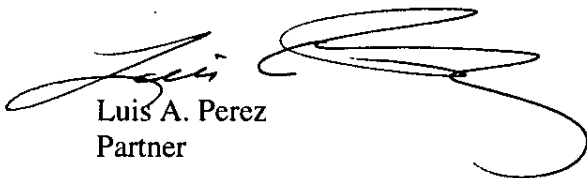
Re: POPS, L.L.C. d/b/a POPS
Ref No.: W09000046749
Name Conflict No.: N04000003034 (POP, INC.)

Dear Ms. Hampton:

I am in receipt of your letter of October 20, 2009, wherein you advised that there was a conflict between the corporate name that my client has requested and an existing corporate name. When my assistant performed the name search prior to filling out the application, she did not find an exact name that would create a conflict, but we do agree that the two names are too close in similarity and can be confused.

Please find attached the paperwork you returned to our office, together with a new correct and executed application form. My client has decided that he is not interested in applying for a fictitious name at this time. Upon review of the attached documentation, if you have any questions, please do not hesitate to contact me or my assistant, Judy Alvarez.

Very truly yours,



Luis A. Perez
Partner

LAP:jca
Enclosures

Geneva
Houston
Kansas City
London
Miami
Orange County
San Francisco
Tampa
Washington, D.C.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

09 NOV -6 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 22, 2009

LUIS A PEREZ
SHOOK HARDY & BACON LLP
201 S BISCAYNE BLVD - STE 2400
MIAMI, FL 33131

SUBJECT: POPS, L.L.C. D/B/A POPS
Ref. Number: W09000046749

We have received your document for POPS, L.L.C. D/B/A POPS and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is N04000003034 (POP, INC).

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call

(850) 245-6855.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 809A00033526

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Costa Rica's Creamery, LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

Mailing Address:

c/o Shook, Hardy & Bacon, L.L.P.
201 South Biscayne Blvd., 24th Floor
Miami, Florida 33131

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Luis A. Perez, Esq.

Name

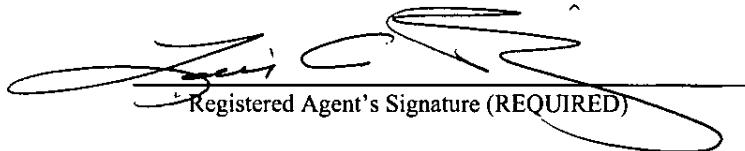
201 South Biscayne Blvd., 24th Floor

Florida street address (P.O. Box **NOT** acceptable)

Miami, Florida 33131 FL

City, State, and Zip

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 (REQUIRED)

(CONTINUED)

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DIVISION OF CORPORATIONS
09 NOV -6 PM 2:46

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGRM

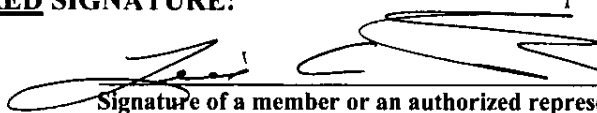
American Franchising Corp.

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: November 6, 2009. (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:


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.)

Luis A. Perez

Typed or printed name of signee

Filing Fees:

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
09 NOV -6 PM 2:47