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10 MAR 11 PM 12:38

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

10 MAR 11 PM 3:10

B. KOHR

MAR 11 2010

EXAMINER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
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10 MAR 11 PM 3:10

SEAFOOD MIAMI Properties,
LLC

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
✓ ____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
✓ ____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

Signature _____

Requested by: BA

3/11/10

AM

Name

Date

Time

Walk-In

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**Articles of Organization
For
Seafood Miami Properties, LLC
A Florida Limited Liability Company**

The undersigned desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopts the following Articles of Organization:

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**ARTICLE I
NAME**

The name of the limited liability company (the "Company") is:

Seafood Miami Properties, LLC

**ARTICLE II
INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS**

The street address of the initial principal office of the Company is 18531 S. Broadwick Street, Rancho Dominguez, California 90220. The street address of the initial registered office of the Company is CNL Center II, 7th Floor, 420 South Orange Avenue, Orlando, Florida 32801, and the name of the initial registered agent of the Company at that address is R&A Agents, Inc.

The initial mailing address of the Company is 18531 S. Broadwick Street, Rancho Dominguez, California 90220.

**ARTICLE III
MANAGEMENT**

The Company is to be member-managed.

**ARTICLE IV
INDEMNIFICATION**

The Company shall indemnify the Managing Members to the maximum extent permitted by applicable law.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization as of the 7th day of March, 2010.



David P. Barker, Esq.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 in Chapter 608, Fla. Stat.

R&A Agents, Inc.

By: 

David P. Barker, Esq.

**Seafood Miami Properties, Inc.
8895 SW 136th Street
Miami, Florida 33176-5885**

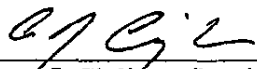
March 10, 2010

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Formation of Seafood Miami Properties, LLC

Dear Sir/Madam:

Please be advised that as President of Seafood Miami Properties, Inc., a Florida corporation, I hereby consent to the use of the name "Seafood Miami Properties, LLC" so that we may form a Florida limited liability company under that name. Thank you.



Anthony J. Cigliano, President