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**FLORIDA LIMITED LIABILITY CO.  
HEMINGWAY'S BAR & GRILL, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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
ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY  
COMPANYSECRETARY OF STATE  
TALLAHASSEE, FLORIDAARTICLE I - NAME:

THE NAME OF THE LIMITED LIABILITY COMPANY IS:

HEMINGWAY'S BAR &amp; GRILL, LLC

ARTICLE II - ADDRESS:THE MAILING ADDRESS AND STREET ADDRESS OF THE PRINCIPAL OFFICE  
OF THE LIMITED LIABILITY COMPANY IS:Principal Address: 102250 Overseas Highway  
Key Largo, Florida 33037Mailing Address: 12200 SW 80 Street  
Miami, Florida 33183ARTICLE 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:Betsy Duran  
Name12200 SW 80 Street  
Florida street address (P.O. Box NOT acceptable)Miami, Florida 33183  
City, State, and Zip

*Having been named as Registered Agent and to accept service of process for the above  
stated limited liability company at 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 related 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 Signature(CONTINUED)  
Page 1 of 2

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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:

"MGR"

Dennis Duran  
12200 SW 80<sup>th</sup> Street  
Miami, Florida 33183

"MGRM"

Betsy Duran  
12200 SW 80<sup>th</sup> Street  
Miami, Florida 33183

ARTICLE V: Effective date, if other than the date of filing: \_\_\_\_\_ (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.)

Betsy Duran

Typed or printed name of signee

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