

Division of Corporations

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L10000034775

Florida Department of State
Division of Corporations
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
SURELY GOODNESS DELI AND ICE CREAM LLC**

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April 13, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MCLIN & BURNSED P.A.

SUBJECT: SURELY GOODNESS DELI AND ICE CREAM LLC
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SURELY GOODNESS DELI AND ICE CREAM, LLC**

These Amended and Restated Articles of Organization, having been unanimously approved by the Company's Members, restate the Articles of Organization filed with the State of Florida on March 30, 2010 and bearing Florida Document Number L10000034775, as provided by Chapter 608.411 of the *Florida Statutes*.

**ARTICLE 1
NAME**

The name of the limited liability company shall be Surely Goodness Deli and Ice Cream, LLC.

**ARTICLE 2
DURATION**

The period of duration of the Limited Liability Company shall be perpetual, unless the Limited Liability Company is dissolved pursuant to provisions of the Florida Limited Liability Company Act, the Articles of Organization of the Limited Liability Company, or the Operating Agreement of the Limited Liability Company.

**ARTICLE 3
PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE 4
STREET ADDRESS OF PRINCIPAL OFFICE**

The mailing address of the Company is: 2255 North Citrus Boulevard, 18, Leesburg, Florida 34748, and street address of the principal office of the Company is: 2255 North Citrus Boulevard, 18, Leesburg, Florida 34748.

**ARTICLE 5
MANAGEMENT**

The Company shall be managed by two managers. The names and addresses of the persons who shall serve as managers until the next meeting of members or until their successors are elected and qualified are as follows: Mark A. Thompson, 2255 North Citrus Boulevard, 18, Leesburg, Florida 34748, and Alicia D. Thompson, 2255 North Citrus Boulevard, 18, Leesburg, Florida 34748. The managers shall be elected as provided in the Operating Agreement.

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TALLAHASSEE, FLORIDA**ARTICLE 6
ADMISSION OF ADDITIONAL MEMBERS**

Members shall have the right to admit additional members pursuant to the Operating Agreement adopted by the Company.

**ARTICLE 7
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The right of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, shall be carried out as provided for in the Operating Agreement adopted by the Company.

**ARTICLE 8
REGISTERED AGENT**

The name and street address of the current registered agent of the Company in the State of Florida is: Joseph S. Thomas, Esq., 1950 Laurel Manor Drive, Suite 140, The Villages, Florida 32162. A written statement as prescribed by the Florida Department of State pursuant to Section 608.415, *Florida Statutes* is attached to these Articles of Organization.

IN WITNESS WHEREOF, the undersigned Members of the Company have executed these Amended and Restated Articles of Organization on this 12th day of April, 2010.

Mark A. Thompson
Mark A. Thompson, Member

Alicia D. Thompson
Alicia D. Thompson, Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

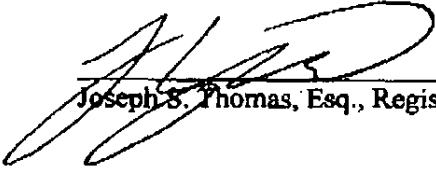
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, *FLORIDA STATUTES*, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: Surely Goodness Deli and Ice Cream.
2. The name and the Florida street address of the registered agent and office are: Joseph S. Thomas, Esq., 1950 Laurel Manor Drive, Suite 140, The Villages, Florida 32162.

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~~((H1000003450 3)))~~**ACCEPTANCE BY 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 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, *Florida Statutes*.



Joseph S. Thomas, Esq., Registered Agent

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