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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : BILZIN SUMBERG BAENA PRICE & AXELSON, LLC
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 351-2122

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

**FLORIDA LIMITED LIABILITY CO.
BERSIN BAGEL GROUP, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

D. BRUCE

JUL 19 2010

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ARTICLES OF ORGANIZATION
OF
BERSIN BAGEL GROUP, LLC

1. The name of the limited liability company is BERSIN BAGEL GROUP, LLC.
2. The mailing address and the street address of the principal office of the limited liability company is 2665 S. Bayshore Drive, Suite 1200, Miami, Florida 33133.
3. The name and street address of the initial registered agent of the limited liability company is Michael Berkowitz, 2665 S. Bayshore Drive, Suite 1200, Miami, Florida 33133.
4. The limited liability company shall be managed by the members. The name and address of the initial managing member of the limited liability company is: Michael Berkowitz, 2665 S. Bayshore Drive, Suite 1200, Miami, Florida 33133.

IN WITNESS WHEREOF, these Articles of Organization have been executed by the below named authorized representative of the member of the limited liability company effective as of the 9th day of July, 2010.


Michael Berkowitz
Authorized Representative

H10000163035 3

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**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 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.

Dated: as of July 9th, 2010

By: 

Michael Berkowitz

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