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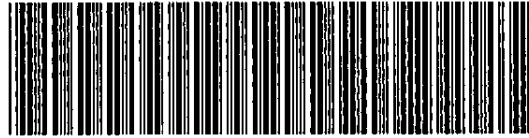
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J. SAULSBERRY  
EXAMINER

NOV 15 2011

**BOYD & MARKS, L.L.C.**  
*Attorneys & Counselors at Law*

**JOEL E. BOYD**

360 North Babcock Street, Suite 104  
Melbourne, Florida 32935

**DOUGLAS D. MARKS**

Telephone: (321) 255-0600  
Facsimile: (321) 255-0606

**November 4, 2011**

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

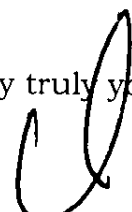
**Re:** Articles of Organization for Saint Augustine Grimaldi's, L.L.C.

Gentlemen:

Enclosed are an original and one copy of the Articles of Organization for Saint Augustine Grimaldi's, L.L.C., together with a check for \$133.75 to cover the \$100.00 filing fee, \$25.00 fee for designation of registered agent and \$8.75 certified copy fee.

Once the Articles of Organization have been filed, the certified copy should be returned to this office.

Very truly yours,

  
Douglas D. Marks, Esquire

DDM/rc  
Enclosures  
cc: Frank A. Ciolli

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**ARTICLES OF ORGANIZATION**  
**OF**  
**SAINT AUGUSTINE GRIMALDI'S, L.L.C.**

The undersigned, acting as the organizers of this Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

**ARTICLE I - NAME**

The name of the limited liability company shall be **SAINT AUGUSTINE GRIMALDI'S, L.L.C.** (the Company).

**ARTICLE II - ADDRESS OF PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the Company is: 56 St. George Street, St. Augustine, Florida 32084.

**ARTICLE III - DURATION**

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida, and shall continue perpetually, unless sooner dissolved pursuant to the Articles of Organization or Regulations of the Company, or by operation of law.

**ARTICLE IV - MEMBERS**

The names and addresses of the Members of the Company are as follows:

<u>Name</u>	<u>Address</u>
<b>FRANK A. CIOLLI</b>	673 City Island Avenue Bronx, New York 10464

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#### ARTICLE V - MANAGEMENT

The management of the Company shall be reserved to the members.

#### ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

New Members shall be admitted only with the unanimous consent of, and upon terms unanimously approved by, all of the Members.

#### ARTICLE VII – MEMBERS’ RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued on approval of all of the remaining Members (other than the terminated Member and such members successors-in-interest).

#### ARTICLE VIII - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company in the State of Florida shall be 360 N. Babcock Street, Suite 104, Melbourne, Florida 32935. The name of the registered agent of the Company at that address is Douglas D. Marks, Esquire.

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IN WITNESS WHEREOF, the undersigned Members have made and subscribed these Articles of Organization this 24 day of Oct. 2011.

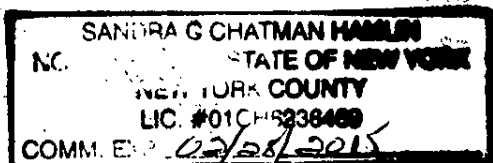
FRANK A. CIOLLI  
Printed Name: \_\_\_\_\_

FRANK A. CIOLLI  
FRANK A. CIOLLI

FRANK A. CIOLLI  
Printed Name: \_\_\_\_\_

STATE OF NEW YORK  
COUNTY OF Kings

Sworn to and subscribed before me this 24<sup>th</sup> day of October, 2011, by **FRANK A. CIOLLI**, a Member of **SAINT AUGUSTINE GRIMALDI'S, L.L.C.**, a Florida limited liability company. Said person (check one) ☐ is personally known to me, ☒ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or ☐ produced other identification, to wit: \_\_\_\_\_



Sandra G. Chatman-Hardin  
Print Name: Sandra G. Chatman-Hardin  
Notary Public, State of New York  
Commission No.: 01CH6236469  
My Commission Expires: 02/28/2015

#### STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of Section 608.415 of the Florida Statutes.

DOUGLAS D. MARKS, ESQUIRE

Dated: 11/8/11

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