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FLORIDA LIMITED LIABILITY CO.

Tropical Smoothie Cafe of Palm Coast LLC

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ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

In compliance with Chapter 608,F.S.

ARTICLE I NAME

The name of the Limited Liability Company is:

TROPICAL SMOOTHIE CAFE OF PALM COAST LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

42 RANDOLPH DRIVE

PALM COAST, FLORIDA 32164

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ARTICLE III REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT SIGNATURE

The name and the Florida street address of the registered agent are:

JOYCE BRAIDER

42 RANDOLPH DRIVE

PALM COAST, FLORIDA 32164

Having been named as registered agent 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, F.S.

x Joyce Braider

JOYCE BRAIDER / Registered Agent's signature

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PAGE 2 TROPICAL SMOOTHIE CAFE OF PALM COAST LLC

ARTICLE IV MANAGEMENT

The Limited Liability Company is to be managed by one or more members and is, therefore, a Member Managed Company.

ARTICLE V MEMBERS (optional)

MANAGING MEMBER
JOYCE BRAIDER
42 RANDOLPH DRIVE
PALM COAST, FLORIDA 32164

MANAGING MEMBER
NICHOLAS MELLINI
42 RANDOLPH DRIVE
PALM COAST, FLORIDA 32164

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x Joyce Braider
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.

JOYCE BRAIDER