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# FLORIDA LIMITED LIABILITY CO.

American Grill 2, LLC

| Certificate of Status | 1        |
|-----------------------|----------|
| Certified Copy        | 0        |
| Page Count            | 04       |
| Estimated Charge      | \$130.00 |

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# ARTICLES OF ORGANIZATION

2012 FEB 10 AM 8: 81

# Article I. Name

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of this Florida limited liability company is: American Grill 2, LLC

# Article II. Address

The street and mailing address of the Company's initial principal office is: American Grill 2, LLC 16990 NE 19th Avenue North Miami Beach FL 33162

#### Article III. Registered Agent

The name and street address of the Company's registered agent is:

David Etzion 16990 NE 19th Avenue North Miami Beach FL 33162

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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#### Article V. Distribution of Profits

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Unless otherwise provided in the Company's Operating Agreement, there shall not be any if STATE distribution of profits unless each separate distribution is approved by the affirmative State. FLORIDA of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

#### Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

David Etzion 16990 NE 19th Avenue North Miami Beach FL 33162

# Article VII. Company Existence

The Company's existence shall begin effective as of February 10, 2012.

The undersigned authorized representative of a member executed these Articles of Organization on 2/10/2012.

CORPORATE CREATIONS INTERNATIONAL INC.

Steven Buchta Executive Vice President

by Jessica Morales as attorncy-in-fact

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# STATEMENT OF REGISTERED AGENT

2012 FEB 1:0 AM 8: 02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY: American Grill 2, LLC

### REGISTERED AGENT/OFFICE:

David Etzion 16990 NE 19th Avenue North Miami Beach FL 33162

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

DAVID ETZION

by Jessica Morales as attorney-in-fact

Date: February 10, 2012.

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