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

From: Account Name : GREENBERG TRAUER & BERGER (WEST PALM BEACH)
Account Number : 075201001473
Phone : (561) 955-7600
Fax Number : (561) 395-2807

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

Email Address: FALEMAN@JAERESTGROUP.COM

FLORIDA LIMITED LIABILITY CO.
ELP Restaurant Holdings, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

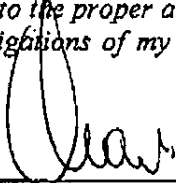
ARTICLE I - NAME: The name of the limited liability company is ELP Restaurant Holdings, LLC (the "Company").

ARTICLE II - ADDRESS: The mailing address of the principal office of the Company is 6401 Congress Avenue, Suites 230-240, Boca Raton, FL 33487. The street address of the principal office of the Company is 6401 Congress Avenue, Suites 230-240, Boca Raton, FL 33487.

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE: The name and the Florida Street address of the Company's registered agent are:

Andres E. Garcia
6401 Congress Avenue, Suites 230-240
Boca Raton, FL 33487

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 in Chapter 605, Florida Statutes.



Registered Agent's Signature

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ARTICLE IV – The name and address of each person authorized to manage and control the limited liability company are:

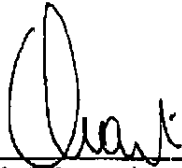
<u>Title</u>	<u>Name and Address</u>
Manager	Andres E. Garcia 6401 Congress Avenue, Suites 230-240 Boca Raton, FL 33487
Manager	Jhonny A. Mercado 6401 Congress Avenue, Suites 230-240 Boca Raton, FL 33487
Manager	Edilberto Rodriguez 6401 Congress Avenue, Suites 230-240 Boca Raton, FL 33487

[Signature on following page]

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REQUIRED SIGNATURE:



ANDRES E. GARCIA, member or an authorized representative of member

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

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