

Division of Corporations

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FLORIDA LIMITED LIABILITY CO.
Roost Restaurants, LLC

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF ORGANIZATION
OF
ROOST RESTAURANTS, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be Roost Restaurants, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: One Independent Drive, Suite 3120, Jacksonville, Florida 32202.

**ARTICLE III
PURPOSE**

The purpose for which the Company is being formed is to own and operate restaurants and to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
DURATION**

The period of duration for the Limited Liability Company shall commence on filing of these Articles with the Florida Secretary of State, and shall continue perpetually until the Company is dissolved and its affairs wound up in accord with the provisions of the Operating Agreement of the Company or as otherwise required by law.

**ARTICLE V
MANAGEMENT**

The Company shall be member-managed in the manner provided in the Operating Agreement of the Company.

**ARTICLE VI
ADOPTION OF OPERATING AGREEMENT**

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 605, Florida Statutes.

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**ARTICLE VII
REGISTERED AGENT AND OFFICE**

The Company designates 1300 Riverplace Blvd., Suite 525, Jacksonville, Florida 32207, as the street address of the initial registered office of the Company and names Bert C. Simon, Esq., as the Company's initial registered agent at that address to accept service of process within this State.

**ARTICLE VIII
CONTINUATION OF BUSINESS**

Unless dissolved in accordance with the Company's Operating Agreement, the remaining Members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 27th day of August, 2015.



Bert C. Simon, Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Chapter 605, Florida Statutes, **ROOST RESTAURANTS, LLC**, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is: Roost Restaurants, LLC.
2. The name and office address of the registered agent is:

Bert C. Simon, Esq.
Gartner, Brock and Simon, LLP
1300 Riverplace Blvd., Suite 525
Jacksonville, Florida 32207

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.


Bert C. Simon, Esq.

Date: August 27th, 2015.

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