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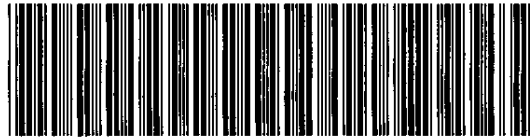
(Business Entity Name)

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JAN 20 2016

S. PRATHER

Andre Serpa
881 E First Street Unit 403
Boston, MA 02127

E-Mail: aserpadd@gmail.com
Cell. 857-222-7071
Fax: 781-266-3935

Date: **January 7, 2016**

To: **Registration Section**
Division of Corporation
PO BOX 6327
Tallahassee, FL 32314

From: **Andre Serpa**

RE: **Articles of Organization to be filed for:**
Tyrone Donuts, LLC

Message: I am enclosing a check for \$130.00 including certificated of status.

I am including the articles of Organization. Enclosed is an extra copy to be returned with self addressed envelope.

Thank You FOR YOUR ASSISTANCE

Andre Serpa
857-222-7071

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: TYRONE DONUTS LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

ANDRE SERPA

Name of Person

Firm/Company

881 E FIRST ST UNIT 403

Address

BOSTON, MA 02127

City/State and Zip Code

aserpadd@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

ANDRE SERPA

857

222-7071

at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☒ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☐ \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION

OF

TYRONE DONUTS, LLC

The undersigned certifies that we have associated ourselves for the purposes of becoming a limited liability company under the laws of the state of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and Authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **TYRONE DONUTS, LLC**

And the address of its principal office is 6602 Seafairer Dr, Tampa, Florida 33615 in the county of Hillsborough Ave., State of Florida, but it shall have the power of authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. Engage in the activity of operating and owning Dunkin Donuts Restaurants in the State of Florida
2. Own and operate Dunkin Donuts Franchises within the State of Florida.
3. Engage in the activity of managing Dunkin Donuts Restaurants.

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4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or government authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the *limited liability company* powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this *limited liability company*, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not. Under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the Operating Agreement of the limited liability company by a majority vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company is to be initially managed by four (4) Managers. The names and addresses of the persons who shall serve as managers until the first annual meeting of the members or until successors are elected and qualified are as follows:

Herbert Serpa – 22 Equestrian Rd, Salem, NH 03079

Gregg Serpa – 6601 Sea fairer Dr., Tampa, FL 33615

Andre Serpa - 881 E First Street Unit #403, Boston, MA 02127

Alex Da Silva -6719 Brighton Park, Apollo Beach , FL 33572

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by majority consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with a majority written consent of all the members, as well as pursuant to any and all applicable provisions of the Company's Operating Agreement and Company's Comprehensive Buy-Sell Agreement. Notwithstanding the previous sentence, in the event that the Articles of Organization and/or the Company's Operating Agreement are inconsistent with the transfer of Membership interest provisions of the Company's Comprehensive Buy-Sell Agreement, if in effect, the Comprehensive Buy-Sell Agreement shall control. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on majority consent of the remaining members.

ARTICLE VI

PROFITS AND LOSSES

- (a) Profit Sharing. The Members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of the profits specified as follows:

Profits shall be allocated in accordance with the Company Capital Account balances.

Additionally, the distributive share of the profits shall be determined and paid to the members each year as determined by the members.

- (b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the

business, or, if, these sources are insufficient to cover such losses, by the members in the following shares:

Losses shall be allocated in accordance with the Company's Capital Account balances.

ARTICLE VII

DURATION

The date and time when the existence of the limited liability company shall commence on the date of filing of these Articles with the Florida Secretary of State. This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the members.

ARTICLE VIII

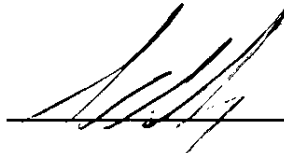
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the office of the limited liability company is 6602 Seafairer Dr. Tampa, Florida 33615 in the county of Hillsborough, State of Florida, and the name of the company's initial registered agent at that address is Gregg Serpa

The undersigned, being an authorized representative, or member, of the limited liability company, certifies that this instrument constitutes the Articles of Organization of

TYRONE DONUTS, LLC

Executed by the undersigned on 01/07/2016

A handwritten signature in black ink, appearing to read 'Andre Serpa', is written over a horizontal line.

Andre Serpa - Authorized representative

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EXHIBIT A

TYRONE DONUTS, LLC

MANAGER/MEMBER UNIT INTERESTS

	<u>UNITS</u>	<u>PERCENTAGE</u>
GREGG SERPA – MANAGER/MEMBER	40	40%
HERBERT SERPA – MEMBER	10	10%
ALEX DASILVA – MANAGER	10	10%
ANDRE SERPA – MEMBER	40	40%

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for **TYRONE DONUTS, LLC** 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 status relating to the property 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 608, Florida Statutes.



Gregg Serpa, Registered Agent

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