

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L250004
FILED 8:
Septemb
Sec. Of s
jnhorne

Article I

The name of the Limited Liability Company is:

PHELPS PIZZA COMPANY 2, LLC

Article II

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

11250 OLD SAINT AUGUSTINE RD, SUITE 12
JACKSONVILLE, FL. UN 32257

The mailing address of the Limited Liability Company is:

11250 OLD SAINT AUGUSTINE RD, SUITE 12
JACKSONVILLE, FL. UN 32257

Article III

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

GARY K AUGUST
3706 N. ROOSEVELT BLVD.
KEY WEST, FL. 33040

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.

Registered Agent Signature: GARY K AUGUST

Article IV

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The name and address of person(s) authorized to manage LLC:

Title: AMBR
ROBERT PHELPS
8001 CRANCREEK DRIVE NE
ADA, MI. 49301 UN

Title: AMBR
JEFFREY D PHELPS
784 BROWN BEAR
ST. JOHNS, FL. 32259 UN

Title: AMBR
ROBERT F PHELPS II
79 RUSKIN DRIVE
ST. JOHNS, FL. 32259 UN

Signature of member or an authorized representative

Electronic Signature: ROBERT PHELPS

I am the member or authorized representative submitting these Articles of Organization and affirm that the facts stated herein are true. I am aware that 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. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of the LLC and every year thereafter to maintain "active" status.