

L95000000196

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No. _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Demeister, L.C.

C.C. FEE DISBURSED

☒ Capital Express™
☒ Art of Inc. File organization
☐ Corp. Record Search
☐ Ltd. Partnership File
☐ Foreign Corp. File
☒ ~~Full Copy(s)~~

☐ Art of Amend. File
☐ Dissolution/Withdrawal
☐ C U S -

☐ Fictitious Name File

100001432621
03/17/95-01033-019
+++205.00 +++205.00

☐ Name Reservation
☐ Annual Report/Restatement
☐ Reg. Agent Service
☐ Document Filing

☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval

☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
File No.'s. Copies

☐ Courier Service
☐ Shipping/Handling
☐ Phone ()
☐ Top Priority
☐ Express Mail Prep
☐ FAX () pgs

SUBTOTALS

FEE..... \$
DISBURSED..... \$
SURCHARGE..... \$
TAX on corporate supplies \$
SUBTOTAL..... \$
PREPAID..... \$
BALANCE DUE..... \$

\$
\$
\$
\$
\$
\$
\$

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME

BY

CK No.

WALK-IN Will Pick Up 3-19 11:00

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days: 18% per Annum

THANK YOU
from
Your Capital Connection

ARTICLES OF ORGANIZATION
OF
DEMEISTER, L.C.,
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Demeister, L.C. ("Company").

ARTICLE II - ADDRESS

The mailing and street address of the principal office of the Company is:

1725 Morningside Drive
Middleburg, Florida 32068

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than twenty years after its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the ownership and operation of a restaurant business and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

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

Demetrius Anderson
1725 Morningside Drive
Middleburg, Florida 32068

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII - TERMINATION OF EXISTENCE


The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

This limited liability company is to be managed by the members. The name and address of the managing member is:

Demetrius Anderson
1725 Morningside Drive
Middleburg, Florida 32068

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at Orange Park, Clay County, Florida, for the foregoing uses and purposes this 10 day of March, 1995.



DEMETRIUS ANDERSON, MEMBER

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged personally before me
this 10th day of March, 1995, by Domotrius Anderson, _____ who is
personally known to me or _____ who provided the following as
identification: _____
(check one).

Notary Public, State of Florida
(Official Stamp)



ROBERT J. H. ADJI
My Commission CG243308
Expires Dec. 31, 1998
Bonded By HAI
B# 422 1656

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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


Demoister, L.C.

2. The name and address of the registered agent and office are:

Demetrius Anderson
1725 Morningside Drive
Middleburg, Florida 32068

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.

DATE: 10 Mar 95



DEMETRIUS ANDERSON

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Domeistor, L.C., a Florida limited liability company, deposes and says:

1. The above named limited liability company has at least two members.

2. The total amount of cash contributed by the member(s) is \$1,000.00.

3. If any, the agreed value of property other than cash contributed by member(s) is \$ -0-.

4. The total amount of cash or property anticipated to be contributed by member(s) is \$100,000.00. This total includes amounts from 2 and 3 above.

Demetrius Anderson
DEMETRIUS ANDERSON

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing affidavit was subscribed and sworn to personally before me this 10th day of March, 1995, by DEMETRIUS ANDERSON, who is personally known to me or _____ who provided the following as identification: _____
(check one).

Notary Public, State of Florida
(Official Stamp)



ROBERT J. HEAD JR.
My Commission CC243368
Expires Dec. 06, 1999
Bonded By HAI
800-422-1555

CLAY CO. 1110-38