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PROFESSIONAL
FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 134113 82475A

AUTHORIZATION :

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-10/30/96--0116--020
****285.00 ****285.00

COST LIMIT : \$ PPD

ORDER DATE : October 28, 1996

ORDER TIME : 9:58 AM

ORDER NO. : 134113-005

CUSTOMER NO: 82475A

CUSTOMER: Edgar M. Dunn, Jr., Esq
DUNN ABRAHAM & SWAIN

347 South Ridgewood Avenue

Daytona Beach, FL 32114

FILED
95 OCT 28 PM 12:55
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: STAR FOOD SERVICE, L.C.

EFFECTIVE DATE:

☒ ARTICLES OF ORGANIZATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

Dmc 10/28/96

285.60 F.F.
95 OCT 28 PM 11:27
STATE OF FLORIDA

**ARTICLES OF ORGANIZATION
OF
STAR FOOD SERVICE, L.C.**

FILED
96 OCT 28 PM 12:55
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 008, Florida Statutes, hereby make, acknowledge, and cause to be filed with the Florida Department of State the following articles of organization [the "Articles"].

**ARTICLE I.
(Name of Company)**

The name of the limited liability company shall be STAR FOOD SERVICE, L.C. ["Company"].

**ARTICLE II
(Mailing and Street Address of Principal Office)**

The mailing address and street address of the principal office of the Company shall be 1700 West International Speedway Boulevard, Daytona Beach, Florida.

**ARTICLE III
(Duration of Corporate Existence)**

The Company shall commence its existence on the date these Articles are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles.

**ARTICLE IV
(Registered Office and Agent of Company)**

The name and street address of the registered agent of the Company in the State of Florida is Carl Como Tutera, 359 Ocean Shore Boulevard, Ormond Beach, Florida 32176.

ARTICLE V

(Capital Contributions)

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Schedule of Member Initial Contributions which is attached to these Articles as Exhibit "A".

**ARTICLE VI
(Additional Capital Contributions)**

From time to time, each member shall make additional capital contributions to the Company. These additional contributions shall be made in accordance with the written demand or call of a majority in interest of the members of the Company. As used in these Articles, a "majority in interest of the members" means fifty percent plus one of the interest of the members allocated in proportion to their net capital contributions to the Company as provided in section 608.422, Florida Statutes.

**ARTICLE VII
(Admission of New Members)**

No additional members shall be admitted to the Company except with the written consent of a majority in interest of the members of the Company and only then upon such terms and conditions as may be determined by such majority group of 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 of the Company unless otherwise authorized by a majority in interest of the members of the Company.

**ARTICLE VIII
(Continuation of Company's Business By Consent)**

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or on 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 a majority in interest of the members of the Company, and only if there are at least two individual members of the Company remaining.

ARTICLE IX
(Management of Company's Affairs)

The management of the Company shall be vested in the members in proportion to their contribution to the Company's capital. The members shall manage the Company in accordance with these Articles and regulations adopted and amended, from time to time, by the members for the management of the business and affairs of the Company. The regulations may contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with law or these Articles. The names and addresses of the members of the Company are:

Name of Member

Address of Member

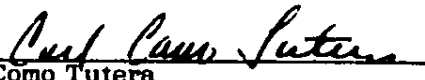
Carl Como Tutera

357 Ocean Shore Boulevard
Ormond Beach, Florida 32176

Brenda Roeper

875 Derbyshire Road, #239
Daytona Beach, Florida 32117

IN WITNESS WHEREOF, the undersigned organizer and member has executed these Articles at Daytona Beach, Florida, on October 25, 1996.

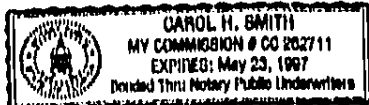

Carl Como Tutera
[the "Organizer"]

ACKNOWLEDGEMENT OF EXECUTION OF ARTICLES

STATE OF FLORIDA

COUNTY OF VOLUSIA

The execution of the Articles of Organization was acknowledged before me by **Carl Como Tutora**, who is known to me, as the Organizer of **STAR FOOD SERVICE, L.C.**, a Florida limited liability company, on October 25, 1998.



(Notary's Public Seal)

Carol H. Smith
Notary Public, State of Florida
Carol H. Smith
Typewritten Name

EXHIBIT "A"

SCHEDULE OF MEMBERS' INITIAL CONTRIBUTIONS

The below-named members of Star Food Service, L.C. made initial contributions to the capital of the Company on the dates and in the amounts indicated as follows:

<u>Name of Member</u>	<u>Amount of Contribution</u>
Carl Como Tutera	\$800.00
Brenda Roeper	\$200.00

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED

96 OCT 20 PM 12:55

The undersigned member or authorized representative of a member of Star Food Service, L.C. states under oath as follows:

1. My name is Carl Como Tutera and I am a member of Star Food Service, L.C. (the "Company").
2. The Company has at least two members.
3. The total amount of the cash contributed by the members of the Company is \$1,000.
4. The agreed value of property (other than cash) contributed by a member or members of the company is \$-0-. A description of the property is attached hereto and made a part hereof.
5. The total amount of the cash or property anticipated to be contributed by the members of the Company is \$1,000. This total includes amounts from paragraphs 3 and 4 above.

Carl Como Tutera
Carl Como Tutera
(the "Affiant")

STATE OF FLORIDA
COUNTY OF VOLUSIA

SWORN TO OR AFFIRMED and subscribed by Carl Como Tutera, ☐ who is personally known to me, this 25th day of October, 1996.

(Notary's Public Seal)

Carol H. Smith
Notary Public, State of Florida
Carol H. Smith
Typewritten Name

ACCEPTANCE OF REGISTERED AGENT

I, Carl Como Tutera, being the person named in the Articles of Organization of Star Food Service, L.C., as the Registered Agent of this Limited Liability Company, hereby consent to accept service of process for the Company at the place designated in the Articles of Organization, and do hereby accept the appointment as Registered Agent and agree to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties imposed by law on me, and to become familiar with and accept the obligations of the position of Registered Agent.

Carl Como Tutera
Carl Como Tutera

96 OCT 28 PM 12:55
FILED
TALLAHASSEE, FLORIDA