

L96000001207

TRANSMITTAL LETTER
FOR FLORIDA LIMITED LIABILITY COMPANY

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

9000002000619----4
-11/08/96--01079--001
*****285.00 *****285.00

SUBJECT: Vernor's Cafe, L.L.C.
(Proposed limited liability company name - must include suffix)

9000002000619
-11/08/96--01079--
*****285.00 *****2

Enclosed is an original and one (1) copy of the articles of organization and a check for

\$285.00

Filing Fee
& Registered
Agent designation

\$293.75

Filing Fee,
Registered Agent
Designation &
Certificate

\$337.50

Filing Fee,
Registered Agent
Designation &
Certified Copy

\$346.25

Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

FILED
NOV-8 PM:09

FROM: John L. Pogue
Name (Printed or typed)

108 Main Ave., S.W., Suite 500

Address

Warren, Ohio 44481

City, State & Zip

330-392-1541

Daytime Telephone number

John Pogue
Called 11/14/96
add the suffix
L.L.C.
DNC

NOTE: Please provide the original and one copy of the articles.

HOPPE, FREY, HEWITT & MILLIGAN

108 MAIN AVENUE, B.W., SUITE 800

P.O. BOX 1810

WARREN, OHIO 44482-1810

TELEPHONE (330) 384-1841

TELECOPIER (330) 384-6880

WILLIAM H. HEWITT
ROBERT S. MOGEOUGH
JOHN L. POQUE
NED C. GOLD, JR.
MICHAEL Q. MARANDO
WILLIAM L. HAWLEY
THOMAS G. CAREY, JR.
KEVIN P. MURPHY
DEAN E. NIELSEN
PATRICK K. WILSON
WILL R. ROBINSON

HENRY H. HOPPE
1884-19781

JAMES W. FREY
1888-18881

JOHN T. MILLIGAN
1888-18881

November 1, 1996

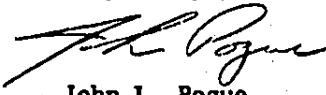
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Vernon's Cafe, Ltd.

Gentlemen:

Enclosed please find the transmittal letter, articles of incorporation, affidavit, and filing fee for Vernon's Cafe, Ltd. Could you please file these on my behalf.

Very truly yours,



John L. Pogue

JLP:lag1106

Enclosures

cc: Mr. Henry J. Venetta

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

FILED

96 NOV -8 PM 12:09

**FLORIDA STATE
TALLAHASSEE, FLORIDA**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Vernor's Cafe, L.L.C.

ARTICLE II - Address:

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

289 U.S. Highway 1, Tequesta, Florida 33469

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Thirty (30) years from its date of incorporation

**ARTICLE IV - Management:
(check and complete the appropriate statement)**

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Michele E. Marinelli
3218 Cove Road
Jupiter, Florida 33469

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/ are:

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96 NOV -8 PM 12:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

Vernor's Cafe, L.L.C.

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 \$ 500.00

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.
A description of the property is attached and made a part hereto.

4) the amount of cash or property anticipated to be contributed by member(s) is \$ 0

5) the total amount of 2, 3, and 4 is \$ 500.00

Michele E. Marinelli

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the
execution of this affidavit constitutes an affirmation under the
penalties of perjury that the facts stated herein are true.)

Michele E. Marinelli

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96 NOV -8 PM 12:09

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Vernor's Cafe, L.L.C.

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

Michele E. Marinelli

(Name)

3218 Cove Road

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Jupiter, Florida 33469

(City/State/Zip)

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.

Michele E. Marinelli

(Signature)

Michele E. Marinelli

July 15, 1996

(Date)

Filing Fee: \$ 35 for Designation of Registered Agent