

Klein Associates
Attorneys at Law

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108 E. Main St., Suite 212
Kingsport, TN 37660
(423) 392-1999 Voice
(423) 392-0131 Fax

November 19, 1996

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-11/21/96--01098--001
285.00 *285.00

Florida Secretary of State
Attn: Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Filing of Hue Hue Tenango of Florida, LLC

Corporate Filing Clerk:

Please find enclosed the original articles of organization for the above referenced limited liability company. Also enclosed is a check in the amount of \$285. Please file and return to the address above. Thank you for your assistance.

Very truly yours,

Klein & Associates
Attorneys at Law

Alicia P. Kite
Alicia P. Kite, Paralegal

RSK/apk
Enclosures

APPROVED
AND
FILED
97 MAR 27 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten scribble]

See 3/27



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 2, 1996

ALICIA P. KITE
KLEIN & ASSOCIATES
108 E. MAIN STREET, SUITE 212
KINGSPORT, TN 37660

SUBJECT: HUE HUE TENANGO OF FLORIDA, L.L.C.
Ref. Number: W96000025091

We have received your document for HUE HUE TENANGO OF FLORIDA, L.L.C. and check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 996A00053841



108 E. Main St., Suite 212
Kingsport, TN 37660
(423) 392-1999 Voice
(423) 392-0131 Fax

March 26, 1997

Florida Dept. Of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Teresa Brown, Corporate Specialist

Re: HUE HUE TENANGO OF FLORIDA, L.L.C.

Dear Corporate Specialist:

Enclosed please find the Articles of Organization for the above mentioned Limited Liability Company and a letter dated December 2, 1996 from your office. Per your request, the registered agent who is also a member accepts fully his role as registered agent per your request in Article Four of the enclosed articles. Please return as soon as possible the filed articles in the enclosed overnight mail envelope. If you should have any questions, please do not hesitate to contact me.

Thank you for your efforts in this matter.

Very truly yours,

Klein & Associates
Attorneys at Law


Chad W. Whitfield, Esq.

RSK/djf

DOCUMENT6

APPROVED
AND
FILED
97 MAR 27 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Organization Of Hue Hue Tenango of Florida, L.L.C.

The undersigned, being the Members and Organizers of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, do hereby adopt the following Articles Of Organization for the Limited Liability Company:

FIRST

The name of the Limited Liability Company is: HUE HUE TENANGO OF FLORIDA, L.L.C.

SECOND

The latest date on which the Limited Liability Company is to dissolve is thirty years from the date of filing of the Articles of Organization.

THIRD

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH

The street address of the initial registered office of the Limited Liability Company in Florida is 15821 Fairchild Drive; Tampa, Florida 33647, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is John C. Doster. By signing his name on page three of the Articles Of Organization, John C. Doster acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for said Limited Liability Company.

FIFTH

The principal place of business of the Limited Liability Company is 15821 Fairchild Drive, Tampa, Florida 33647.

**ARTICLES OF ORGANIZATION OF
HUE HUE TENANGO OF FLORIDA, L.L.C.**

SIXTH

The Limited Liability Company is to be managed by a Managing Member. The name and address of the initial Managing Member is: HUE HUE TENAGO, L.L.C., having an address at 708 Thornwood Place, Kingsport, Tennessee 37660.

SEVENTH

The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the Members is \$50,000.00. Each of the Members contributed the amount set forth below:

<i>MANAGING MEMBER</i>	<i>CONTRIBUTION</i>
HUE HUE TENANGO, LLC	\$49,000
<i>MEMBER</i>	<i>CONTRIBUTION</i>
JOHN C. DOSTER	\$500
KENNETH MALOY	\$500

The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests, as set forth in the Operating Agreement.

EIGHTH

Additional capital contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company. No additional capital contributions have been agreed to by the Members at this time.

NINTH

The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members, in accordance with the terms and conditions of the Operating Agreement of the Limited Liability Company.

ARTICLES OF ORGANIZATION OF
HUE HUE TENANGO OF FLORIDA, L.L.C.

TENTH

The remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members (other than the Managing Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

ELEVENTH

The names and addresses of the Members and Organizers of the Limited Liability Company are: HUE HUE TENANGO, LLC, having an address at 708 Thornwood Drive, Kingsport, Tennessee 37660 ("Managing Member"), JOHN C. DOSTER, having an address at 15821 Fairchild Drive, Tampa, Florida 33647, KENNETH MALOY, having an address at 708 Thornwood Drive, Kingsport, Tennessee 37660.

TWELFTH

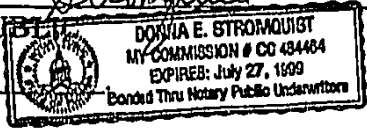
None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the Members have executed and acknowledged these Articles Of Organization on September 27, 1996.

John C. Doster
JOHN C. DOSTER

STATE OF Florida
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me on the 27 day of September, 1996, by JOHN C. DOSTER. JOHN C. DOSTER is personally known to me, or produced the following type of identification:

My commission expires on: _____
Dorinda E. Stromquist
NOTARY PUBLIC


ARTICLES OF ORGANIZATION OF
HUE HUE TENAGO OF FLORIDA, L.L.C.



KENNETH MALOY

STATE OF TENNESSEE)
COUNTY OF Sullivan)

The foregoing instrument was acknowledged before me on the 17 day
of September, 1996, by KENNETH MALOY. KENNETH
MALOY is personally known to me, or produced the following type of
identification:



NOTARY PUBLIC

My commission expires on: January 6, 1998