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THE LAW FIRM OF

GILLESPIE & ALLISON, P.A.

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BOCA RATON, FLORIDA 33432

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OF COUNSEL
GARY L. BLUM♦

*Also Admitted in Arizona & California
†Also Admitted in Colorado

♦ Admitted in New York
Not Admitted in Florida

June 18, 1998

Secretary of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

RE: Megargle Food Management Company
Articles of Organization

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-06/22/98--01111--002
****285.00 ****285.00

Dear Sir or Madame:

In connection with the above-referenced matter enclosed please find this firm's trust account check No. 38181 in the amount of \$285.00 representing the filing fees for the enclosed Articles of Organization of Megargle Food Management, L.C.

If you have any questions regarding the enclosed, please do not hesitate to contact these offices.

Sincerely yours,

Zandra Vann

Zandra Vann
Real Estate Paralegal

Name	6/24/98
Availability	doc
Document Examiner/zv	
Updater	enc.
Updater Verifier	
Acknowledgement	DOC
W. P. Verifier	DOC

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
MEGARGLE FOOD MANAGEMENT, L.C.**

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

ARTICLE I -- NAME

The name of the limited liability company shall be MEGARGLE FOOD MANAGEMENT, L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 23325 Drayton Drive, Boca Raton, Florida 33433.

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 be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is DONALD M. ALLISON, ESQUIRE, Gillespie & Allison, P.A., 1515 South Federal Highway, Suite 300, Boca Raton, Florida 33432.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- 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 on 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.

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TALLAHASSEE, FLORIDA

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on 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 all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is ROBERT J. MEGARGLE, 23325 Drayton Drive, Boca Raton, Florida 33433.

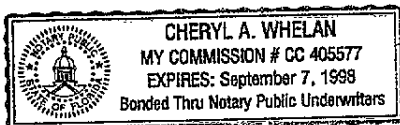
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Boca Raton, Florida, on June 9, 1998.



ROBERT J. MEGARGLE

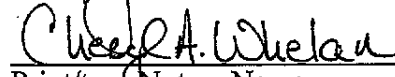
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this June 9, 1998 by ROBERT J. MEGARGLE




Notary Public -- State of Florida


Print/type Notary Name
My Commission Expires:

Personally Known _____
OR
Produced Identification ☒
Type of Identification Produced FLDL

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of MEGARGLE FOOD MANAGEMENT, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.



DONALD M. ALLISON
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of MEGARGLE FOOD MANAGEMENT, L.C., deposes and says:

1. The above named limited liability company has two members.
2. The total amount of cash contributed by the members is: \$ 1,000.00

Robert J. Megargle	\$ <u>990.00</u>
Brad Albright	\$ <u>10.00</u>
3. If any, the agreed value of property other than cash contributed by the members is: \$ 0.
4. The total amount of cash or property anticipated to be contributed by the members is: unknown at this time.

THE AFFIANT SAYS NOTHING FURTHER.

Dated: June _____, 1998.


ROBERT J. MEGARGLE

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98 JUN 22 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this _____ day of June, 1998 by _____

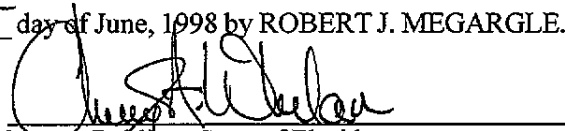
Notary Public -- State of Florida

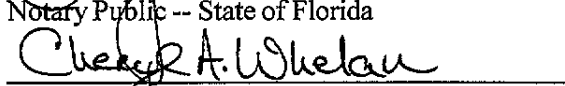
Print/type Notary Name
My Commission Expires:

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 18th day of June, 1998 by ROBERT J. MEGARGLE.





Notary Public -- State of Florida


Print/type Notary Name
My Commission Expires:

(In accordance with F.S. 608.408(3), the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)