

L98000000886

LAW OFFICES
ABRAMS ANTON P.A.
ONE BOCA PLACE • SUITE 411-E
2255 GLADES ROAD
BOCA RATON, FLORIDA 33431-8535

City/State/Zip

Phone #

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****105.00 ****52.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

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4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

Name	Availability
Document	Examiner
Updater	Updater
Verifier	Verifier
Acknowledgement	
W. P. Verifier	

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

99 FTD-1 1010:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS

L98-886

Examiner's Initials

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
BROWN-TOOLE ENTERPRISES, L.C.

The undersigned initial member of BROWN-TOOLE ENTERPRISES, L.C., a Florida limited liability company formed hereunder (the "Company"), on behalf of the other members of the Company, hereby files its Amended and Restated Articles of Organization. The original date of filing of the Articles of Organization was June 25, 1998, Document No. L98000000886. The original name of the Company was BROWN-TOOLE ENTERPRISES, L.C.

ARTICLE I. COMPANY NAME

The name of this Company is:

SCREWY LOUIE'S - LAKE WORTH, L.C.

ARTICLE II. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

c/o John David Toole
2415 Riverlane Terrace
Ft. Lauderdale, FL 33312

ARTICLE III. STREET ADDRESS OF COMPANY

The street address of the principal office of this Company is:

c/o John David Toole
2415 Riverlane Terrace
Ft. Lauderdale, FL 33312

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SECRET
DIVISION OF CORPORATIONS

ARTICLE IV. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The name and the street address of the registered agent of this Company in the State of Florida shall be:

c/o John David Toole
2415 Riverlane Terrace
Ft. Lauderdale, FL 33312

ARTICLE V. DURATION

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act ("Act"), the term of existence shall begin the date these Articles are filed and its duration shall be perpetual, unless otherwise dissolved or terminated by the unanimous written agreement of its members or pursuant to Article IX of these Articles of Organization.

ARTICLE VI. MANAGEMENT

The Company is to be managed by its members. The name and address of the initial managing member is set forth below. The initial managing member shall serve as manager until the first annual meeting of members or until its successors are elected and qualify.

c/o John David Toole
2415 Riverlane Terrace
Ft. Lauderdale, FL 33312

ARTICLE VII. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of the members holding

a majority in interest of membership interests of the Company, either in attendance at a duly called meeting of the members at which a quorum exists or by written consent of the members of the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members, and upon such member's agreement to comply with these Articles of Organization, its regulations, if any, and such other documents, statutes, rules, regulations or guidelines as the members may from time to time determine in their sole discretion.

ARTICLE VIII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority in interest of the members holding membership interests of the Company (excluding the membership interests sought to be transferred of the member seeking to transfer all or part of his interest in the Company) either in attendance at a duly called meeting of the members at which a quorum exists or by written consent of the members of the Company. The rights of the assignee shall be subject to the operating agreement, if any, and/or such other documents or agreements governing the operation of the Company as may be entered into from time to time, provided such assignment and admission of such

assignee as a member complies with the terms and conditions of the operating agreement of the Company, if any and/or such other documents or agreements governing the operation of the Company as may be entered into from time to time.

**ARTICLE IX. RIGHT TO CONTINUE BUSINESS/
DISSOLUTION OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the regulations, if any, of the Company, any other agreement governing the operation of the Company, or under the Act, the Company shall be dissolved unless the members elect to continue the Company, either upon the affirmative vote of a majority in interest of the members of the Company, which vote is taken at a duly called meeting of the members at which a quorum is present, or by written consent of the members of the Company.

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's regulations or operating agreement, if any, then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the affirmative vote of a majority in interest of the members of the Company which vote is


taken at a duly called meeting of the members at which a quorum is present, or by written consent of the members of the Company.

ARTICLE XII. REGULATIONS

Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal regulations or any provision thereof, upon the affirmative vote of a majority in interest of the members of the Company in attendance at a meeting of the members duly called at which a quorum exists or by written consent of the members of the Company.

IN WITNESS WHEREOF, the undersigned initial member has executed the foregoing Amended and Restated Articles of Organization as of this 31st day of December, 1998.

INITIAL MEMBER:



JOHN DAVID TOOLE

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

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

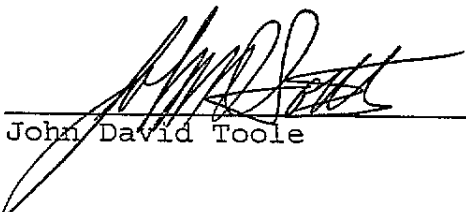
1. The name of the limited liability company is:

SCREWY LOUIE'S - LAKE WORTH, L.C.

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

c/o John David Toole
2415 Riverlane Terrace
Ft. Lauderdale, FL 33312

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.



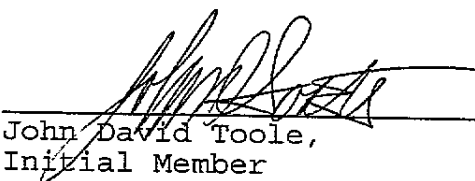
John David Toole

Date: December 31st, 1998

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of
SCREWY LOUIE'S - LAKE WORTH, L.C. deposes and says:


- 1) the total amount of cash contributed by the member(s) is \$ 1,000.00
- 2) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-
A description of the property is: waiver of franchise fee.
- 3) the amount of cash or property anticipated to be contributed by member(s) is \$ 0
- 4) the total amount of 2, 3, and 4 is \$ 1,000.00


John David Toole,
Initial Member

59 FEB - 1 / 11:05
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA)
) :ss
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 31st
day of December, 1998, by John David Toole who [] is
personally known to me, or [] has produced
as identification.


Notary Public

My Commission Expires:

OFFICIAL NOTARY SEAL
WILLIAM S KRAMER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC769242
MY COMMISSION EXP. SEPT 14, 2002