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FROM: AKERMAN, SENTERFITT & EIDSON, P.A.  
CONTACT: ANGELICA MARIA CALABRESE  
PHONE: (305)374-5600

ACCT#: 075471001363

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NAME: KONING PROPERTY HOLDINGS, L.C.

AUDIT NUMBER.....H98000013804

DOC TYPE.....LIMITED LIABILITY COMPANY

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**ARTICLES OF ORGANIZATION  
OF  
KONING PROPERTY HOLDINGS, L.C.  
a Florida Limited Liability Company**

**ARTICLE I  
NAME**

The name of the limited liability company is **KONING PROPERTY HOLDINGS, L.C.**

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the limited liability company  
is:

One S.E. Third Avenue  
28th Floor  
Miami, Florida 33131

**ARTICLE III  
DURATION**

The period of duration for the limited liability company shall begin on July 24, 1998 and end  
on December 31, 2050.

**ARTICLE IV  
MANAGEMENT**

The limited liability company is to be managed by a manager and the name and address of  
such manager is:

Mr. Alfredo Salas  
One S.E. Third Avenue  
28th Floor  
Miami, Florida 33131

Prepared by:  
I. Frank Cordero, Esq.  
One S.E. Third Avenue, 28th Floor  
Miami, Florida 33131  
(305) 374-5600  
Florida Bar No. 869996

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**ARTICLE V**  
**MEMBERS RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company may continue the business on 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.

**ARTICLE VI**  
**BUSINESS**

The limited liability company may engage in any lawful activity or transactions.

**ARTICLE VII**  
**TRANSFERS**

Transfers of interests in the limited liability company and the admission of additional members are subject to the regulations of the limited liability company.

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the limited liability company's initial registered agent is One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the limited liability company's initial registered agent at that office is American Information Services, Inc.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 27 day of July, 1998.

KONING RESTAURANTS INTERNATIONAL, L.C.

By:   
Name: Alfredo Salas  
Title: Manager of Member

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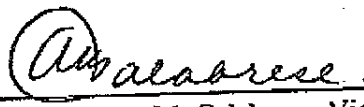
**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Sections 608.407 and 608.415 of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **KONING PROPERTY HOLDINGS, L.C.**, a Florida limited liability company (the "Company"), in the Company's articles of organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's articles of organization, the undersigned 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 its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this \_\_\_\_ day of July, 1998

**AMERICAN INFORMATION SERVICES, INC.**

By:   
Angelica M. Calabrese, Vice President

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# AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member, Koning Restaurants International, L.C., of Koning Property Holdings, L.C., deposes and says:

1. Koning Property Holdings, L.C. has at least one member.
2. The total amount of cash contributed by the members is \$100.
3. The agreed value of property other than cash contributed by members is \$0.
4. The amount of cash or property anticipated to be contributed by the members is \$0.
5. The total amounts of 2, 3 and 4 is \$100.

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

KONING RESTAURANTS INTERNATIONAL, L.C.

By: [Signature]  
Name: Alfredo Salas  
Title: Manager of Member

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STATE OF FLORIDA )

) ss:

COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 24 day of July, 1998, by ALFREDO SALAS, who is personally known to me or who has produced Florida Drivers License (type of identification) as identification.

Marta L. Dominguez  
NOTARY PUBLIC, STATE OF FLORIDA



(Print, Type or Stamp Commissioned Name of Notary Public)

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