

✓ L98000001266 X

Avanti Restaurant, Inc.
1700 N.W. 65th Avenue, Suite 8
Plantation, FL 33313
(954) 791-0133 • (954) 791-0235 - Facsimile

FILED
98 JUL 29 PM 4:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 28, 1998

Ms. Brenda L. Tadlock
FLORIDA DEPARTMENT OF STATE
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200002602082-4
-07/30/98-01005-002
****285.00 ****285.00

RE: Avanti Restaurant, Inc. - Dissolving and Adopting

Dear Brenda: ✓

As per your request, the following is to verify that Avanti Restaurant, Inc. is voluntarily dissolving the corporation forever and has no intention of re-opening. Therefore, we are assigning this name to the new limited liability company.

Attached are all documents and filing fees needed for processing. ✓

Thank you for your cooperation. ✓

Yours truly,



Mark L. Schmidt
Incorporator

void 7/29

Name Availability	<i>check 7/29/98</i>
Document Examiner	<i>check</i>
Updater Enclosures	<i>check</i>
Updater Verifier	<i>check</i>
Acknowledgement	<i>check</i>
W. P. Verifier	<i>check</i>

*FLCA
used
check 7/30*

FILED 250.00
COPY 35.00
R. AGENT 35.00
TOTAL _____
BALANCE DUE \$ _____
REFUND \$ _____

ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE 1 - Name:

The name of the Limited Liability Company is: Avanti Restaurant, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 1700 N.W. 65th Avenue, Suite 8, Plantation, FL 33313.

ARTICLE III - Duration:

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

ARTICLE IV - Management:

(Check the appropriate box and complete the 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:
- 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:
- 1) Plantation Pavilion, Inc. - Mark L. Schmidt, *P93-79938*
President, at 6020 S.W. 18th Street, Plantation,
Florida 33317
 - 2) Marina Motor Inn, Inc. - Shirley Kilpatrick,
General Manager, at 2150 S.E. 17th Street,
Fort Lauderdale, Florida 33316

ARTICLE V - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: N/A

ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY, continued-

ARTICLE VI - Members Rights to Continue Business

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other even which terminates the continued membership of a member in the limited liability company shall be: N/A

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of Avanti Restaurant, L.C. certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$2,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0.00;
(A description of the property is attached and made a part hereto); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$2,000.00.



Signature of a member or an 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.)

Mark L. Schmidt

Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

AFFIDAVIT

In accordance with Section 608.407(2), Florida Statutes, we declare the following:

- 1) the limited liability company has at least two members -
 - a) Plantation Pavilion, Inc.
 - b) Marina Motor Inn, Inc.
- 2) the actual amount of cash contributed by the member(s) to date is \$2,000.00
- 3) if any, the agreed value of property other than cash contributed by the member(s) to date (a description of property must be attached) is \$0.00
- 4) the amount of cash and property anticipated to be contributed by the members is \$2,000.00

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:
Avanti Restaurant, L.C.

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

Mark L. Schmidt

Name

1700 N.W. 65th Avenue, Suite 8

Florida street address (P.O. Box not acceptable)

Plantation, Florida 33313

City, State and 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.



Signature

98 JUL 29 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Filing Fee: \$35 for Designation of Registered Agent