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FAX #: (850)410-1015

FROM: AKERMAN, SENTERFITT & EIDSON, P.A.
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NAME: DANIEL FRANCHISE SYSTEMS, LLC

AUDIT NUMBER.....H98000018959

DOC TYPE.....LIMITED LIABILITY COMPANY

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**ARTICLES OF ORGANIZATION
OF
DANIEL FRANCHISE SYSTEMS, LLC
a Florida Limited Liability Company**

**ARTICLE I
NAME**

The name of the limited liability company is **DANIEL FRANCHISE SYSTEMS, LLC.**

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is 901 Douglas Avenue, Suite 204, Altamonte Springs, FL 32714.

**ARTICLE III
DURATION**

The period of duration for the limited liability company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV
MANAGEMENT**

The limited liability company is to be managed by one or more managers, to be appointed by the members of the Company, in the manner to be agreed upon by the members. The initial sole Manager of the limited liability company and his address are listed below:

Brad Daniel
901 Douglas Avenue, Suite 204
Altamonte Springs, FL 32714

The foregoing person is to serve as the manager of the limited liability company until a successor is elected and qualified.

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

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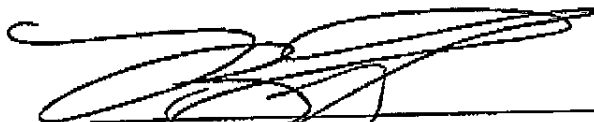
ARTICLE V
MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company may, pursuant to the vote of members possessing a majority of membership interests in the limited liability company, 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
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 7 day of October, 1998.



Brad Daniel, sole member and manager

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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 **DANIEL FRANCHISE SYSTEMS, LLC**, 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 12th day of October, 1998.

**AMERICAN INFORMATION SERVICES,
INC.**

By: Mary Lee Liggett
Mary Lee Liggett, Vice President

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**AFFIDAVIT OF MEMBERSHIP
AND CONTRIBUTIONS**

The undersigned member, Brad Daniel, of Daniel Franchise Systems, LLC, deposes and says:

1. Daniel Franchise Systems, LLC, has one member.
2. The total amount of cash contributed by the member is \$100.
3. The agreed value of property other than cash contributed by the member is \$0.
4. The amount of cash or property anticipated to be contributed by the member 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.



Brad Daniel

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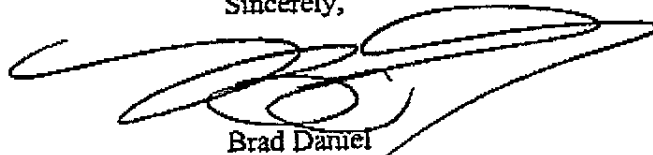
State of Florida
Department of State

To Whom it May Concern.

On this day, October 6, 1998, my attorneys, as per my instruction, have attached for filing with your office the Articles of Organization of Daniel Franchise Systems, LLC, a Florida limited liability company. I am the sole member of that limited liability company. I am also both the sole director and the sole shareholder of a corporation with the same name, Daniel Franchise Systems, Inc.

I hereby unequivocally consent to the use of the same name for both Daniel Franchise Systems, LLC and Daniel Franchise Systems, Inc.

Sincerely,

A handwritten signature in black ink, appearing to read 'Brad Daniel', with a large, stylized flourish extending from the end of the signature.

Brad Daniel
Sole Director and Sole Shareholder of Daniel
Systems, Inc.

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