L99000001295

HOLLAND & KNIGHT

Requestor's Name

315 SOUTH CALHOUN STREET

Address

Tallahassee, Florida 32301

City/State/Zip   Phone #

224-7000

200002797212--2
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****285.00 ****285.00

Office Use Only

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

1. The Restaurant Group of South Florida, L.L.C.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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DIVISION OF CORPORATIONS
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[X] Walk in   [X] Pick up time 2:00   [ ] Certified Copy

[ ] Mail out   [ ] Will wait   [ ] Photocopy   [ ] Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

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

Filing of Articles of Organization

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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3/8/99

THE RESTAURANT GROUP OF SOUTH FLORIDA, L.L.C.

ARTICLES OF ORGANIZATION

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is THE RESTAURANT GROUP OF SOUTH FLORIDA, L.L.C. (the "Company").

ARTICLE II. ADDRESS

The principal office and mailing address of the Company is:

7154 S.W. 47th Street, Suite C
Miami, Florida 33155

ARTICLE III. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

ARTICLE IV. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V. REGISTERED AGENT AND OFFICE

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Lynn C. Washington the Company's initial registered agent at that address to accept service of process within this state.

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ARTICLE VI. ADDITIONAL MEMBERS

Additional Members may be admitted in the manner set forth in the Regulations of the Company, and upon unanimous consent of all present members.

ARTICLE VII. MANAGEMENT

The Company shall be conducted, carried on, and managed by no less than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager(s) shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

Ronald Owens

7154 S.W. 47th Street
Suite C
Miami, Florida 33155

Such Manger shall serve in such capacity until the first annual meeting of the Members or until its successor is duly elected and qualified.

ARTICLE VIII. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 5th day of March, 1999.

Lynn C. Washington
Duly Authorized Representative of a Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledge that I am familiar with, and accept, the obligations of such position.

Lynn C. Washington

Dated: March 5, 1999

AFFIDAVIT

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STATE OF FLORIDA

COUNTY OF MIAMI-DADE

I, Lynn C. Washington, a duly authorized representative of a member of THE RESTAURANT GROUP OF SOUTH FLORIDA, L.L.C. being first duly sworn, deposes and says:

1. That I am a duly authorized representative of a member of The Restaurant Group of South Florida, L.L.C., a Florida limited liability company (the "Company");

2. That the Company has at least two members;

3. That the members of the Company have contributed $1,000.00 to the capital of the Company; and

4. That the members of the Company are expected to contribute $3,500,000.00 of additional capital to the Company.

5. That the agreed value of property other than cash contributed by the member is $0.

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And further affiant sayeth not.

Lynn C. Washington
Lynn C. Washington
Duly Authorized Representative of a Member

The foregoing instrument was acknowledged before me this 5th day of March, 1999, by Lynn C. Washington who is personally known to me and who did take an oath.

Michelle Baserva
Notary Public--State of Florida

Michelle Baserva
MY COMMISSION EXPIRES OCTOBER 6, 2001
#CC 685444
Bonded thru Troy Fain Insurance
NOTARY PUBLIC, STATE OF FLORIDA

Print Notary Name: Michelle Baserva
My Commission Number is: CC685444
Commission Expires: 100601

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