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00789-02746-02747-00471

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April 19, 1999

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 29 AM 9:23

RE: **ORCHARD RESTAURANTS, L.C.**

300002844953-1-3
-04/20/99-01048-007
- ****337.50 ****337.50

Dear Sir or Madam:

Enclosed herewith please find original Articles of Organization and Certificate of Designation of Registered Agent and Registered Office for Orchard Restaurants, L.C. Please file these Articles and Certificate return a certified copy of same to me at your earliest possible convenience. I enclose our firm's check in the sum of \$337.50.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Mitchell B. Kirschner
Mitchell B. Kirschner

MBK:pma
Enclosures

cc: Jamshid Keynejad
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Name	Availability
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 23, 1999

MITCHELL B. KIRSCHNER
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2101 CORPORATE BOULEVARD, SUITE 300
BOCA RATON, FL 33431

SUBJECT: ORCHARD RESTAURANTS, L.C.
Ref. Number: W99000009609

We have received your document for ORCHARD RESTAURANTS, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

Section 608.407(1)(f), Florida Statutes, requires the articles of organization to set forth 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 event which terminates the continued membership of a member in the limited liability company. Reference to the operating agreement/regulations is not sufficient.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 099A00021406

**ARTICLES OF ORGANIZATION
FOR
ORCHARD RESTAURANTS, L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 29 AM 9:24

ARTICLE I

The name of the Limited Liability Company is ORCHARD RESTAURANTS, L.C.

ARTICLE II

The mailing address and street address of the principal offices of the Orchard Restaurants, L.C. is 333 West Camino Gardens Boulevard, Boca Raton, Florida 33432.

ARTICLE III

The period of duration for the Limited Liability Company shall be until December 31, 2040.

ARTICLE IV

The Limited Liability Company is to be managed by JAMSHID KEYNEJAD, as Manager having an address of 333 West Camino Gardens Boulevard, Boca Raton, Florida 33432.

ARTICLE V

Additional members may be admitted upon approval of a majority of Members of the Company, upon written application of such new member, in the manner set forth in the Operating Agreement.

ARTICLE VI

The remaining members 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 VII

The undersigned member or authorized representative of a member of certifies as follows:

- A. The above named limited liability company has at least one (1) member;
- B. The total amount of cash contributed by the members is \$1,000.00;
- C. If any, the agreed value of property, other than cash, contributed by the member(s) is \$0; and

D. The total amount of cash and property contributed and anticipated to be contributed by the members is \$1,000.00.

Dated this 16th day of April, 1999.

MEMBER:

ORCHARD HOLDINGS, INC., a Florida corporation

By Jamshid Keynejad
Jamshid Keynejad, President

