

STEEL HECTOR & DAVIS LLP
 Requestor's Name
 215 SOUTH MONROE STREET/SUITE 601
 Address
 TALLAHASSEE 222-2300
 City/State/Zip Phone #

L 9900004526

Office Use Only

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

1. FREDDY'S PLAZA OF SEMINOLE, L.L.C.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- ☒ Walk in ☒ Pick up time 2:00 ☐ Certified Copy
☐ Mail out ☐ Will wait ☒ Photocopy ☐ Certificate of Status

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 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
XX	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

PLEASE CONTACT ELIZABETH
 REGARDING ANY QUESTIONS -
 222-2300. THANK YOU.

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Examiner's Initials	
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**ARTICLES OF ORGANIZATION
OF
FREDDY'S PLAZA OF SEMINOLE, L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

ARTICLE I

Name

The name of this limited liability company is Freddy's Plaza of Seminole, L.L.C. (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is:

c/o PRLM, Inc.
d/b/a Pappas Retail Leasing & Management
17 73rd Street North
St. Petersburg, Florida 33710

ARTICLE III

Duration

The period of duration of the Company is perpetual.

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ARTICLE IV

Registered Agent; Registered Address

The name of the initial registered agent of the Company is Peninsula Registered Agents, Inc. The street address of the initial registered agent of the Company is 200 South Biscayne Boulevard, No. 4874, Miami, Florida 33131.

ARTICLE V

Management

The management of the Company is reserved to its members. The name and address of the Managing Member is Ralph G. Sorley, Jr., 9 Mallard Lane, Westport, Connecticut 06880.

ARTICLE VI

Admission of Additional Members

Additional members to the Company may be admitted, but only if a majority-in-interest of the current membership interests approves the admission of the additional members in accordance with the terms of the Regulations of the Company.

ARTICLE VII

Members' Rights to Continue Business

Upon 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 Company, the remaining members, if any, may by unanimous written agreement continue the business of the Company.

ARTICLE VIII

Miscellaneous

A. Regulations. The members shall have the power to adopt, alter, amend or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

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B. Date of Existence of the Company. The existence of the Company shall commence on the date and time of filing the Articles of Organization by the Florida Department of State.

Executed this 23RD day of July, 1999.


Ralph G. Sorley, Jr., Managing Member

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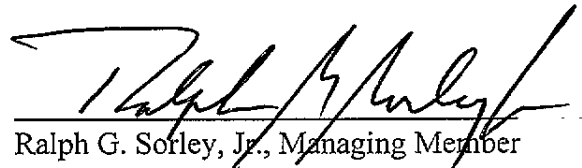
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned Managing Member of Freddy's Plaza of Seminole, L.L.C., a Florida limited liability company (the "Company"), deposes and says:

1. The Company has at least one member.
2. The total amount of cash contributed by the members is: \$10,000.00
3. If any, the agreed value of property other than cash contributed by the members is: \$1,188,000.00
A description of the property is attached to, and made a part of, this affidavit.
4. The amount of cash or property anticipated to be contributed by the members is: \$0.00
5. The total amount of 2, 3 and 4 is: \$1,198,000.00


Ralph G. Sorley, Jr., Managing 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 in this affidavit are true.

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Exhibit "A"

Those certain two pieces, parcels, or tracts of land, lying, being and situate in Pinellas County, Florida, and being described as follows:

Commence at the railroad spike at the Northeast corner of the Southeast 1/4 of the Southwest 1/4 of Section 27, Township 30 South, Range 15 East, Pinellas County, Florida; run thence along the North and South 1/4 line of said Section 27, South 00°00'55" East 50.01 feet to a point; thence along a line parallel to the North line of said Southeast 1/4 of the Southwest 1/4 of said Section 27, North 88°34'34" West (assumed bearing), 205.0 feet to a point on the Southerly line of the right-of-way of 74th Avenue North (State Road 689) for the Point of Beginning; thence continue along said right-of-way of 74th Avenue North, North 88°34'34" West 155.06 feet to a point; thence South 00°03'34" East 422.38 feet to a point on the North line of Seminole Terrace Subdivision, as recorded in Plat Book 12, page 50, of the public records of Pinellas County, Florida; thence South 89°12'34" East along the North line of said Seminole Terrace Subdivision, 74.91 feet; thence South 00°01'44" East along the West boundary of the East 5.0 feet of Lot 6 of Block 3 of said Seminole Terrace Subdivision, 149.98 feet to a point on the Northerly line of the right-of-way of 72nd Avenue North; thence South 89°12'34" East along said Northerly line, 104.96 feet to the Southeast corner of Lot 4 of Block 3 of said Seminole Terrace Subdivision; thence North 00°01'44" West along the East boundary of said Lot 4, and its Northerly extension thereof, 150.52 feet; thence South 89°09'55" East 129.95 feet to a point on the Westerly right-of-way line of U. S. Highway Alternate 19; thence along said Westerly right-of-way line, North 00°00'55" West, 263.51 feet; thence North 88°50'55" West, 155.05 feet; thence North 00°03'15" West 155.72 feet to the Point of Beginning. (BASIC PARCEL).

TOGETHER WITH a non-exclusive easement as established in, in accordance with, and subject to the terms and conditions of that certain Agreement recorded in Official Records Book 3805, page 831, public records of Pinellas County, Florida, over, across, and upon to be designated portions of the following described property:

Commence at the railroad spike at the Northeast corner of the Southeast 1/4 of the Southwest 1/4 of Section 27, Township 30 South, Range 15 East, run thence along the North and South 1/4 line of said Section 27, South 00°00'55" East 50.01 feet to a point; thence along a line parallel to the North line of said Southeast 1/4 of the Southwest 1/4 of said Section 27, North 88°34'34" West 360.06 feet to a point in the Southerly right-of-way of 74th Avenue North (State Road 689), for the Point of Beginning; thence continue along said right-of-way of 74th Avenue North, North 88°34'34" West, 300.0 feet to a point; thence South 00°03'35" East 425.70 feet to a point; thence South 89°12'34" East, 299.93 feet to a point; thence North 00°03'34" West 422.38 feet to the Point of Beginning. (EASEMENT PARCEL).

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**


PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY NAMED BELOW SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Freddy's Plaza of Seminole, L.L.C.
2. The name and address of the registered agent and office is: Peninsula Registered Agents, Inc., 200 South Biscayne Boulevard, No. 4874, Miami, Florida 33131.

Having been named as registered agent 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.

PENINSULA REGISTERED AGENTS, INC.

By:


Elizabeth Gleaton, Vice President

Date: July 21, 1999