



THE UNITED STATES
CORPORATION
COMPANY

L99000004635

ACCOUNT NO. : 072100000032

REFERENCE : 319474 4370848

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ ~~78.75~~

337.50

ORDER DATE : July 26, 1999

ORDER TIME : 10:18 AM

ORDER NO. : 319474-005

CUSTOMER NO: 4370848

800002943828--2

CUSTOMER: Fran M. Parker, Esq
FRAN MULNICK PARKER, ESQ.
FRAN MULNICK PARKER, ESQ.
450 West 15th Street

New York, NY 10011

DOMESTIC FILING

NAME: YUM YUM CAFE', L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

RECEIVED
99 JUL 28 AM 11:24
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE
FLORIDA

*1200 11/17
11/17*

7-29-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 28, 1999

CSC

SUBJECT: YUM YUM CAFE, L.L.C.
Ref. Number: W99000017473

We have received your document for YUM YUM CAFE, L.L.C. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

Please change the money on the cover page. The fee for this filing is \$285.00.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 099A00038511

RECEIVED
99 JUL 29 AM 8:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION FOR YUM YUM Café, L.L.C.

ARTICLE I – Name:

The name of the Limited Liability Company is: Yum Yum Café, L.L.C.

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 1849 NW First Avenue, Miami, Florida 33136.

ARTICLE III – Duration:

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

ARTICLE IV – Management:

The Limited Liability Company is to be managed by a manager and the name and address of such manager is: Tal Juravin, 2499 Glades Road, Boca Raton, Florida 33431.

ARTICLE V – Admission of Additional Members:

Persons and/or entities may be admitted to the Limited Liability Company after the date of this Agreement (hereinafter referred to as a "New Member") only upon the consent of all the Members and on such terms and conditions as shall be agreed upon by all of the Members and any New Members.

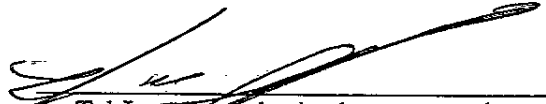
ARTICLE VI – Member's Rights to Continue Business:

The remaining members of the Limited Liability Company may continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence or any other event which terminated the continued membership of a Member in the Limited Liability Company if, within one hundred eighty (180) days after such occurrence, the Limited Liability Company is continued by the vote or written consent of a majority in interest of the remaining Members.

ARTICLE VII – Affidavit of Membership and Contributions

The undersigned Member or authorized representative of a Member of Yum Yum Café, L.L.C. certifies:

- 1) The above named Limited Liability Company has at least one Member;
- 2) The total amount of cash contributed by the Members is \$100,000.00;
- 3) No property other than cash has been contributed by the Members; and
- 4) The total amount of cash and property contributed and anticipated to be contributed by the Members is \$150,000.00 (all cash).


Tal Juravin, authorized representative

(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.)

**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: YUM YUM Cafe', LLC

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

CORPORATION SERVICE COMPANY
NAME

1201 Hays Street
Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee Florida 32301
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.

By:

Tabatha Fiorelli, Asst VP
SIGNATURE

Filing Fee: \$ 35 for Designation of Registered Agent