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CARLTON FIELDS

ATTORNEYS AT LAW

HARBOURVIEW BUILDING
25 WEST CEDAR STREET, 4TH FLOOR
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August 6, 1999

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

VIA FEDERAL EXPRESS

Re: Vintage Gourmet Catering, LLC

Dear Sir or Madam:

100002954351--8
-08/09/99--01101--002
***285.00 ***285.00

Enclosed in this delivery please find:

1. Original Articles of Organization;
2. Original Affidavit of Contributions;
3. Filing fee of \$285;
4. Original Certificate of Limited Partnership;
5. Original Affidavit of Capital Contributions; and
6. Filing Fee of \$735.

Please file and return stamped copies. Should you have any questions, please do not hesitate calling.

Carlton, Fields, Ward, Emmanuel,
Smith & Cutler, P.A.

Lawrence C. Schill

LCS/lg
enclosures

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ARTICLES OF ORGANIZATION
OF
VINTAGE GOURMET CATERING, L.L.C.

The undersigned, the two members of this limited liability company formed under the Florida Limited Liability Company Act, adopt the following articles of organization for such limited liability company ("Company"):

ARTICLE I
Name

The name of the Company is Vintage Gourmet Catering, L.L.C.

ARTICLE II
Duration

The Company's existence shall begin on the date and time these Articles of Organization are filed by the Florida Department of State and shall be perpetual.

ARTICLE III
Principal Office and Mailing Address

The Company mailing address and the street address of its principal office are:

c/o Jamie's Restaurant and Wine Bar
424 Zaragoza Street
Pensacola, Florida 32501

ARTICLE IV
Initial Registered Agent

The street address of the Company's initial registered agent is, and the name of its initial registered agent at that address is:

Lawrence C. Schill, Attorney at Law
Carlton Fields
25 West Cedar Street, Suite 400
Pensacola, Florida 32501

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ARTICLE V

Members

The name and address of the two members of the Company, who are executing these Articles of Organization, and who constitute all of the initial members of the Company, are:

<u>Name</u>	<u>Address</u>
Janet P. Bargerion	12510 Lillian Highway Pensacola, Florida 32506
Gary A. Serafin	1827 E. Lee Street Pensacola, Florida 32503

ARTICLE VI

Management

Management of the Company shall be reserved to a managing member. The name and address of initial managing member is:

<u>Name</u>	<u>Address</u>
Janet P. Bargerion	12510 Lillian Highway Pensacola, Florida 32506

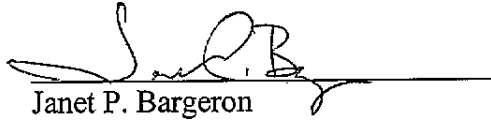
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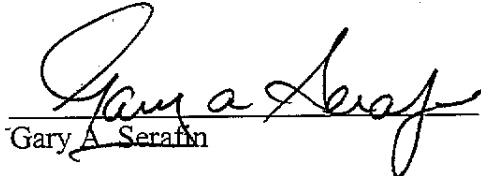
ARTICLE VII

Other Provisions

1. The members of the Company may admit additional members with the unanimous approval of all members.
2. The remaining member or members of the Company may continue the business of the Company 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 Company.

Dated this 27 day of July, 1999.


Janet P. Barger

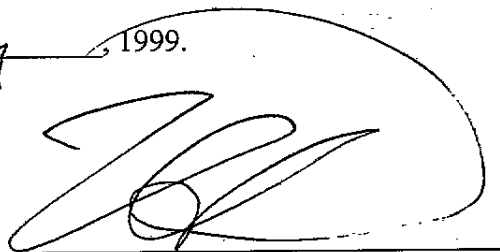

Gary A. Serafin

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 27th day of July, 1999.



Lawrence C. Schill
25 West Cedar Street, Suite 400
Pensacola, Florida 32501

Registered Agent

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared Janet P. Barger, who, being by me first duly sworn, deposes and says:

1. I am a member of Vintage Gourmet Catering, L.L.C., a Florida limited liability company ("Company"), and I am duly authorized to execute this affidavit on behalf of the Company.

2. The Company has two members: Janet P. Barger and Gary A. Serafin.

3. The amount of cash and a description and agreed value of property contributed other than cash and the amount anticipated to be contributed by the members is as follows:

- a. Janet P. Barger contributed \$3,500.00 in cash, and expects to contribute \$20,000.00 in services.
- b. Gary A. Serafin contributed \$1,000.00 in cash, and expects to contribute \$20,000.00 in services..

4. This affidavit is made in compliance with Section 608.407(2) of the Florida Statutes.

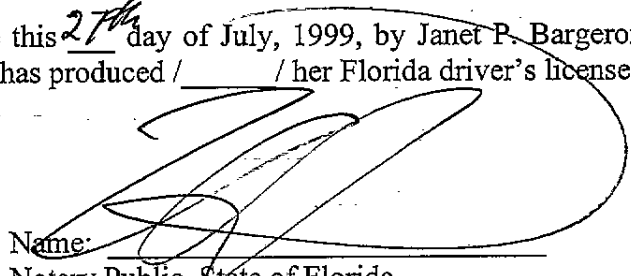

Janet P. Barger

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STATE OF FLORIDA

COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 27th day of July, 1999, by Janet P. Barger. She / / is personally known to me, or has produced / / her Florida driver's license as identification.


Name: _____
Notary Public, State of Florida
(AFFIX OFFICIAL SEAL)