

L990000006327

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302

(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bangfish Grill 8 St.
Peterburg, FL

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ARTICLES OF ORGANIZATION OF BONEFISH GRILL OF
ST. PETERSBURG, LLC
LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - NAME

The name of the Limited Liability Company is: BONEFISH GRILL OF
ST. PETERSBURG, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 2946 Hadleigh, Clearwater, FL 34621.

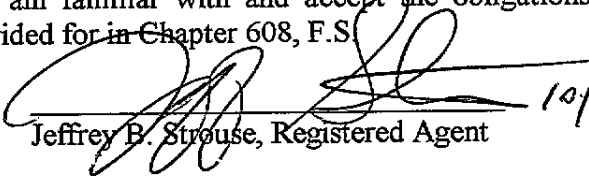
**ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE, &
REGISTERED AGENT'S SIGNATURE**

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

Jeffrey B. Strouse
320 W. Kennedy Blvd., Suite 550
Tampa, FL 33606

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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 as provided for in Chapter 608, F.S.


Jeffrey B. Strouse, Registered Agent

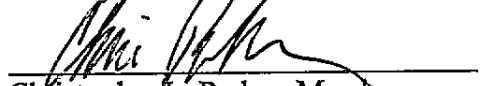
10/1/99

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by the members.


Timothy V. Curci, Member

10/1/99


Christopher L. Parker, Member

10/1/99