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December 3, 1999

MJH

Florida Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

400003062464--3
-12/07/99--01017--012
****155.00 ****155.00

Re: La Fille du Boulanger, LLC, a Florida limited liability company

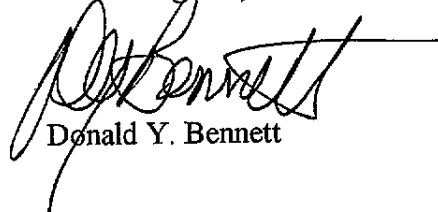
Gentlemen:

Enclosed please find original and one copy of the Articles of Organization for La Fille du Boulanger, LLC. Also enclosed is a Certification of Acceptance of Designation as Registered Agent.

Also enclosed is a check for \$155.00 to include filing the original Articles of Organization (\$100.00), filing the certificate designating resident agent (\$25.00), and a certified copy (\$30.00). Please forward same to the undersigned at your earliest convenience.

If you have any questions, please contact me.

Kindest regards,


Donald Y. Bennett

DYB:wyn
Enclosure
cc: Pascal Fidry

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
La Fille du Boulanger, LLC**

The undersigned, for the purpose of forming a limited liability company for profit under the laws of the State of Florida, hereby adopts the following Articles of Organization:

ARTICLE I

Name: The name of the limited liability company is La Fille du Boulanger, LLC.

ARTICLE II

Duration: The company shall exist perpetually.

ARTICLE III

Purpose: The company is organized for the purposes of transacting any and all lawful business for which limited liability companies may be formed and organized pursuant to Florida Statute §608.404.

ARTICLE IV

Manager: The company shall be managed by the Members pursuant to the Operating Agreement.

ARTICLE V

Registered Office and Agent: The street address of the initial registered office of the company is 2973 Wood Pine Circle, Sarasota, FL 34231, and the name of the initial registered agent of the company at that address is Pascal Fidry.

ARTICLE VI

Principal Office: The principal office and the mailing address of the company is 2973 Wood Pine Circle, Sarasota, FL 34231.

ARTICLE VII

Incorporator: The name and address of the persons signing these Articles as all of the original members are:

Name

Address

Pascal Fidry

2973 Wood Pine Circle, Sarasota, FL 34231

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLE VIII

Amendment: The company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization in the manner now or hereafter prescribed by law.

ARTICLE IX

Company Existence: This company shall commence its existence at the earlier of the time of filing of these Articles of Organization with the Department of State, Division of Corporations, State of Florida or December 3, 1999, pursuant to Florida Statute §608.409.

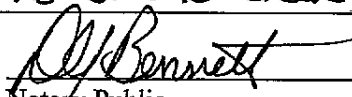
IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Organization at Sarasota, Florida, this 3rd day of December, 1999.


Pascal Fidry

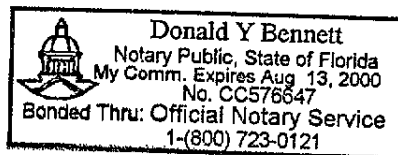
STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 3 day of November, 1999, by Pascal Fidry, who is personally known to me or who has produced Fla Drivers License as identification.


Notary Public
My Commission Expires:

Affix Notary Seal



**CERTIFICATION OF ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

The undersigned, Pascal Fidry, having been designated as Registered Agent to accept service of process for La Fille du Boulanger, LLC, hereby accepts such designation and agrees to act in this capacity, and further agrees to comply with the provisions of the applicable Florida Statutes relative to keeping open the registered office of the company at the place designated in the Articles of Organization as follows:

Registered Agent: Pascal Fidry

Registered Office: 2973 Wood Pine Circle
 Sarasota, FL 34231

The undersigned Registered Agent is familiar with and accepts the obligations of Section 608.415, Florida Statutes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3rd day of December, 1999.

Pascal Fidry