

CAPITAL CONNECTION INC.

417 E. Virginia Street, Suite 100 Tallahassee, Florida 32302
(850) 224-8870 1-800-342-8062 Fax (850) 224-1122

Intracoastal 429, L.L.C

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****160.00 ****160.00

Art of Inc. File

LTD Partnership File

Foreign Corp. File

☒ L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

☒ Cert. Copy

☒ Photo Copy

☒ Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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TALLAHASSEE FLORIDA

99 DEC 23 PM 1:32

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99 DEC 23 AM 10:41

RECEIVED

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

12/23/99 9:45

**ARTICLES OF ORGANIZATION FOR
INTRACOASTAL 429, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY ORGANIZED
PURSUANT TO CHAPTER 608, FLA. STAT.**

The undersigned hereby acknowledges the following Articles of Organization for a Limited Liability Company by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Limited Liability Company pursuant to the terms hereof.

ARTICLE I-Name:

The name of the Limited Liability Company ("Company") is **INTRACOASTAL 429, L.L.C.**

ARTICLE II-Principal Place of Business

PRINCIPAL PLACE OF BUSINESS: 1100 SE 24th Street
Fort Lauderdale, FL 33335

The Company may have such other places of business, both within and without the State of Florida, and in foreign countries, as may be necessary or convenient.

ARTICLE III-Registered Agent

The company's initial Registered Agent and the Registered Office and its principal place of business in the State of Florida are:

INITIAL REGISTERED AGENT: FREDERICK C. HEIDGERD
INITIAL REGISTERED OFFICE: 37 SOUTHEAST 5TH STREET, SUITE 100
BOCA RATON, FLORIDA 33432

ARTICLE IV-Duration:

The period of duration for the Limited Liability Company shall be perpetual unless otherwise provided for in the operating agreement.

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ARTICLE V-Purpose

The general nature of the Limited Liability Company and the objects and purposes to be transacted and carried on by the Company are to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, viz:

A. To do any and all things related to holding title to, operating and maintaining a restaurant business for the Company hereof and any and all services related thereto including, but not limited to, obtaining alcoholic beverage, occupational and professional licenses therefor.

B. This Company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be allowed to do and perform under Florida law and otherwise permitted under the provisions of Chapter 608, Florida Statutes, or as such Chapter may be hereinafter amended; to include additional purposes and allowable transactions; and to otherwise do any and all things in such capacity not otherwise inconsistent with the laws of the State of Florida and the United States of America regulating limited liability companies for profit.

ARTICLE VI-Management:

The Limited Liability Company is to be managed by the members who shall be entitled to incur debt, mortgage real property, or otherwise conduct the business of the Company. The names and addresses of the managing members are:

Emil Pawuk, 7000 SE Lakeview Terrace, Stuart, Florida, 34996

E. Mark Pawuk, c/o Emil Pawuk & Associates, Inc., 2958 Brecksville Road, Richfield, Ohio 44286-0535

Julie Alhusseini, 900 River Reach Drive, # 118, Fort Lauderdale, Florida, 33315

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ARTICLE VII-Admission of Additional Members:

The members may admit additional members upon the approval of a majority of the existing members upon payment of the Company's initial capital or compliance with such other conditions as may be determined by the members. Voting rights and allocation of profits and losses shall be determined based upon allocation and determination of the capital account of the members in accordance with regulations promulgated by the Company.

ARTICLE VIII-Members' Rights to Continue Business:

The remaining members of the Company may continue the business 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 Limited Liability Company if approved by a majority of the other surviving members.

ARTICLE IX-Indemnification

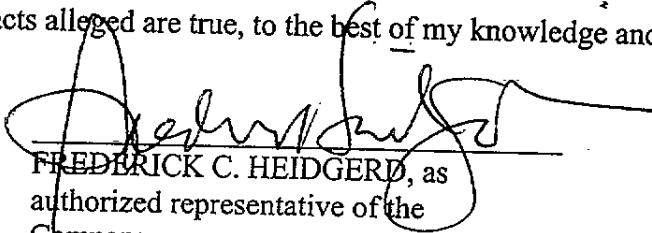
The Company shall indemnify each officer, member or managing agent, to the full extent permitted by the laws of the State of Florida, limited only as set forth in the Regulations of the Company. The Company shall defend, indemnify and hold such officer, member or managing agent harmless of and from any claims, which may be presented against him or her arising out of official actions on behalf of the Company or the furtherance of the Company's business. This indemnification shall be made so long as the actions were undertaken in good faith for the best interests of the Company as determined by the other members of the Company. The indemnification provided for herein shall be cumulative as to any other rights provided by law.

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ARTICLE X-Amendment

Amendments to these Articles may be adopted at a meeting of the Members by a majority vote of the Members upon prior notice thereof in writing of a meeting to consider the proposed change in the Articles.

Under penalties of perjury and in accordance with §608.408(3), Fla. Stat., I declare that I have read the foregoing, and the facts alleged are true, to the best of my knowledge and belief.


FREDERICK C. HEIDGERD, as
authorized representative of the
Company

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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 **INTRACOASTAL 429, L.L.C.**
2. The name and the Florida street address of the registered agent are:

FREDERICK C. HEIDGERD
37 SE 5th Street, Suite 100
Boca Raton, FL 33432

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.


FREDERICK C. HEIDGERD

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