



THE UNITED STATES  
CORPORATION  
COMPANY

M990000000868

ACCOUNT NO. : 072100000032

REFERENCE : 271302 9643A

AUTHORIZATION :

COST LIMIT : \$ 285.00

Patricia Pizut

ORDER DATE : June 11, 1999

ORDER TIME : 1:0 PM

ORDER NO. : 271302-005

CUSTOMER NO: 9643A

400002902174--4

CUSTOMER: Helene C. Rosen, Esq  
Sachs, Sax & Klein, P.a.  
P. O. Box 810037

Boca Raton, FL 33481-0037

FOREIGN FILINGS

NAME: J & N CREATIVE CULINARY  
CONCEPTS, LLC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

GA

M99-868

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 11 PM 3:17  
RECEIVED  
99 JUN 11 PM 1:47  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. J & N CREATIVE CULINARY CONCEPTS, L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. DELAWARE  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 65-0882050  
(FEI number, if applicable)
4. DECEMBER 29, 1998  
(Date of Organization)
5. PERPETUAL  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. August 6, 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 240 W. PALMETTO PARK ROAD, SUITE 300, BOCA RATON, FL 33432  
  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>JASON KRAVETZ</u>	<u>CEO/MGR</u>	<u>NAROTAN GREMAL</u>	<u>MGR</u>
<u>240 W. Palmetto Park Rd.</u>		<u>On Lake Investments</u>	
<u>Suite 300</u>		<u>PO Box 1388</u>	
<u>Boca Raton, FL 33432</u>		<u>N. Hampton, NH 03862</u>	
<u>Roxanne Miranda</u>	<u>MGR</u>		
<u>2112 NE 63rd Street</u>			
<u>Cypress Creek</u>			
<u>Fort Lauderdale, FL 33308</u>			

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**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:

J & N CREATIVE CULINARY CONCEPTS, L.L.C.

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

PETER S. SACHS, ESQUIRE

(Name)

NORTHERN TRUST PLAZA

301 YAMATO ROAD, SUITE 4150

Florida street address (P.O. Box **NOT** ACCEPTABLE)

BOCA RATON, FL 33431

City/State/Zip

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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.*



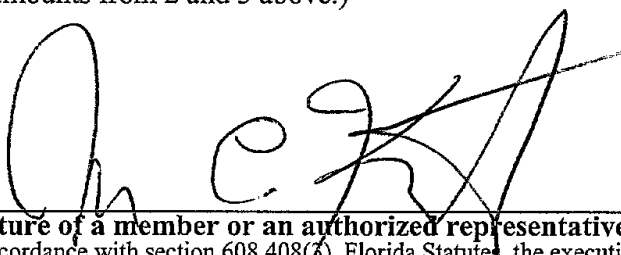
(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of J & N CREATIVE  
CULINARY CONCEPTS, 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 member(s) is \$100,000.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$-0- ;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$100,000.00 .  
(This total includes amounts from 2 and 3 above.)

  
\_\_\_\_\_  
**Signature of a member or an authorized representative of a member.**  
(In accordance with section 608.408(6), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

JASON C. KRAVETZ, MEMBER

\_\_\_\_\_  
Typed or printed name of signee

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**Filing Fee: \$250.00 for Application and Affidavit**

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "J&N CREATIVE CULINARY CONCEPTS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF MAY, A.D. 1999.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

2985548 8300

DATE: 9749635

991192688

05-18-99