

**STATE OF ALABAMA)
SHELBY COUNTY)**

**ARTICLES OF ORGANIZATION
OF**

JAVA ENTERPRISES, L.L.C.

**A LIMITED LIABILITY COMPANY ORGANIZED UNDER
THE LAWS OF ALABAMA**

The undersigned, acting as the organizer of a limited liability company under the Alabama Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization for Java Enterprises, L.L.C. (hereinafter called the "Company").

ARTICLE I

The name of the Company is Java Enterprises, L.L.C.

ARTICLE II

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act, or other applicable laws.

ARTICLE III

The Company has been organized for all lawful purposes allowed under the laws of Alabama, including, but not limited to, operating Java Joint & Deli, a retail food, beverage, and gift business enterprise.

ARTICLE IV

The street address of the registered office is 1201 Bennett Circle, Alabaster, Alabama 35007 and the name of the registered agent at that office is Angela Frausto.

Inst. # 1998-42266

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ARTICLE V

The name and address of the initial Member is Angela Frausto, 1201 Bennett Circle, Alabaster, Alabama 35007.

ARTICLE VI

Additional members may be added to the Company at such times and upon such terms and conditions as may be agreed by the Company and the initial Member.

IN WITNESS WHEREOF, the undersigned member executed these Articles of Organization on this, the 27th day of October, 1998.


Angela Frausto, Initial Member

This Document Prepared By:

**N. Genell Lee
Attorney at Law
Henth & Lee, L.L.C.
821 39th Place South
Birmingham, AL 35222**

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