

Division of Corporations

Page 1 of 2

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : NICOLAS FERNANDEZ
Account Number : 102566000673
Phone : (305)461-0404
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TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

Pasta Company, LLC.

Table with 2 columns: Description and Value. Rows include Certificate of Status (0), Certified Copy (1), Page Count (02), and Estimated Charge (\$155.00).

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**ARTICLES OF ORGANIZATION OF
PASTA COMPANY, LLC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned, acting as the members of **PASTA COMPANY, LLC.**, under the Florida Limited Liability Company Act, adopt the following Articles of Organization:

1. NAME : The name of the limited liability company is:

PASTA COMPANY, LLC.

2. DURATION: The duration of this Limited Liability Company shall be perpetual unless terminated by law or its members.

3. PRINCIPAL PLACE OF BUSINESS: The initial principal office address of the Limited Liability Company formed hereby is: c/o NICOLAS FERNANDEZ, P.A., 780 NW Le Jeune Road, Suite 324, Miami, Florida 33126.

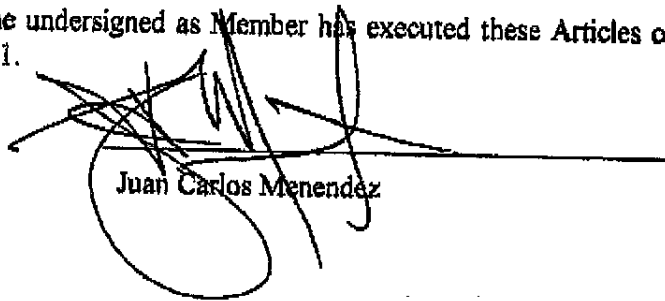
4. NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT: The name of the initial registered agent is Esquire Corporate Services, Inc., and its street address is 780 NW Le Jeune Road, Suite 324, Miami, Florida 33126.

5. RIGHTS OF MEMBERS: The members of this Limited Liability Company, among other things, reserve the right to: (a) admit new members if unanimously agreed to by all members, and (b) continue this Limited Liability Company upon 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.

6. MANAGEMENT: Management of this Limited Liability Company will be by Manager(s) and the name and address of the initial Manager who will serve until the first annual meeting of members an his successor(s) is elected and qualified is:

Juan Carlos Menendez

IN WITNESS WHEREOF, the undersigned as Member has executed these Articles of Organization this 18 day of June 2001.


Juan Carlos Menendez

Audit#H01000074641 1

Audit # H01000074641 1

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for PASTA COMPANY, LLC., in the foregoing Articles of Organization, we hereby agree to accept service of process for said Limited Liability Company and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

ESQUIRE CORPORATE SERVICES, INC.,
a Florida Corporation

By: 
Nicolas Fernandez, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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