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To: Division of Corporations  
Fax Number : (850) 617-6383

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

SGAM LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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**ARTICLES OR ORGANIZATION  
OF  
SGAM LLC**

**ARTICLES I  
NAME**

The name of the Limited Liability Company shall be SGAM LLC (the "Company").

**ARTICLE II  
ADDRESS**

The mailing address and the street address of the principal office shall be:

6967 Collins Avenue, #1102  
Miami Beach, Florida 33141

**ARTICLE III  
REGISTERED AGENT, REGISTERED OFFICE  
AND REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the initial registered agent shall be:

Antonio Rizzi  
6767 Collins Avenue, #1102  
Miami Beach, Florida 33141

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 as provided for in Chapter 608 of the Florida Statutes.

  
Antonio Rizzi, Registered Agent

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ARTICLE IV  
MANAGEMENT

The Company will be Manager managed. The name and address of each Manager shall be:

<u>Title:</u>	<u>Name and Address:</u>
	Antonio Rizzi 6967 Collins Avenue, #1102 Miami Beach, Florida 33141
	Mamei Mattei 6917 Collins Avenue, #915 Miami Beach, Florida 33141
	Francesco Sorrentino 1235 Park Avenue, #9D New York, NY 10128
	Stefano Frittella 5959 Collins Avenue, #805 Miami Beach, Florida 33140

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Admission of additional members and/or managers may be made at later date under provisions of Chapter 603 of the Florida Statutes.

ARTICLE V  
EFFECTIVE DATE

The effective date of these Articles of Organization shall be June 22, 2009.

In accordance with section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
\_\_\_\_\_  
Antonio Rizzi, Manager

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