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March 30, 2004

Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: Artitalia, L.L.C.

Dear Sir or Madam:

I am forwarding the attached documents for filing of the above referenced limited liability company.

- 1- Articles of Organization, executed by the authorized members and the registered agent;
- 2- Check in the amount of \$155.00 to cover the filing charges, registered agent and a certified copy of the Articles of Organization; and
- 3- Return envelope for the certified copy of the Articles of Organization.

If there should be a problem, please contact me at (305) 299-5118.

Thank you.

Cordially,

Giovanni Ponti Managing Member

Enclosures as stated (3)

ARTICLES OF ORGANIZATION OF ARTITALIA, L.L.C.

ARTICLE I Name

The name of the limited liability company is: Artitalia, L.L.C. (the "Company"

ARTICLE II Address

The mailing address and street address of the principal office of the Company is: 1915 Brickell Avenue, Suite C403, Miami, Florida 33129.

ARTICLE III Registered Agent

The name and street address of the registered agent of the Company in the state of Florida is: 1915 Brickell Avenue, Suite C403, Miami, Florida 33129.

STATEMENT AND ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

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, Florida Statutes

Signature of Registered Agent

Name: Giovanni Ponti

ARTICLE IV Purpose

The Company is organized to engage in the transaction of any and all lawful business or activity for which limited liability companies may be organized under the laws of the State of Florida.

ARTICLE V Management

The Company is to be a member-managed company. The Company is to be managed by the manager whose name and address is listed below:

Manager:

Giovanni Ponti

1915 Brickell Avenue, Suite C403, Miami, Florida 33129

Member:

Paula Prado

1915 Brickell Avenue, Suite C403, Miami, Florida 33129

Title: Managing Member Name: Giovanni Ponti

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