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100003527151--8

-01/08/01--01026--026

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LEMON CITY L.C.

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

01 JAN -8 AM 11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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01 JAN -8 AM 10:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

1-8-01

**ARTICLES
OF
ORGANIZATION
OF
LEMON CITY L.C.**

**ARTICLE I
Name**

The name of the limited liability company ("Company") is LEMON CITY L.C.

**ARTICLE II
Address**

The mailing address of the Company is 200 South Biscayne Boulevard, Suite 4815, Miami, FL 33131 and the address of the Company's principal office is 200 South Biscayne Boulevard, Suite 4815 Miami, FL 33131.

**ARTICLE III
Duration**

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

**ARTICLE IV
Registered Agent and Office**

The name of Company's initial registered agent in Florida is Piero Salussolia. The address of Company's registered office in Florida is 200 South Biscayne Boulevard, Suite 4815, Miami, FL 33131.

**ARTICLE V
Management**

The Company is to be managed by one manager or more managers and is, therefore, a manager-managed company. The initial managers will serve until the first annual meeting of the members. The initial managers are identified as follows:

Piero Salussolia, whose address is 200 South Biscayne Boulevard, Suite 4815, Miami, FL. 33131.

Alessia Marelli, whose address is 200 South Biscayne Boulevard, Suite 4815, Miami, FL 33131.

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Barbara Dacquino, whose address is 200 South Biscayne Boulevard, Suite 4815, Miami, FL 33131.

ARTICLE VI
Admission of New Members

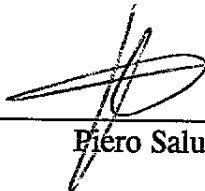
Members of the Company have the right to admit new members, provided that additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted.

ARTICLE VII
Continuation of Business

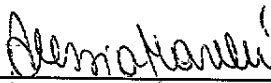
The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining members.

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

IN WITNESS WHEREOF, We have executed these Articles of Organization on this 5th day of January, 2001.



Piero Salussolia



Alessia Marelli



Barbara Dacquino

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute Section 608.415 or 608.507, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is Lemon City L.C

2. The name and address of the registered agent and office is: Piero Salussolia, 200 South Biscayne Boulevard, Suite 4815, Miami, FL 33131.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: January 5, 2001


Piero Salussolia

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