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Florida Department of State

Division of Corporations

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To:

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

From:

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

LIMITED LIABILITY COMPANY

BRADALESA LLC

Certificate of Status	0
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(6)

ARTICLES OF ORGANIZATION  
OF  
BRADALESA LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I  
NAME

The name of the limited liability company shall be BRADALESA LLC (the "Company").

ARTICLE II  
ADDRESS

The mailing address and street address of the principal office of the Company is 5445 Collins Avenue, No. B5, Miami Beach, Florida 33140.

ARTICLE III  
DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these articles of organization or in the operating agreement.

ARTICLE IV  
REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida are:

Daniel O. Ferrini  
5445 Collins Avenue, No. B5  
Miami Beach, Florida 33140

ARTICLE V  
ADMISSION OF NEW MEMBERS

Except as set forth in the operating agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the operating agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

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ARTICLE VI  
MANAGEMENT

The Company shall be managed by the members in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names, addresses and initial capital contributions of the members of the Company are as set forth below:

<u>Name and Address</u>	<u>Initial Contribution</u>
Daniel O. Ferrini 5445 Collins Avenue, No. B5 Miami Beach, Florida 33140	\$100.00
Adriana Francese 5445 Collins Avenue, No. B5 Miami Beach, Florida 33140	\$100.00

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Miami, Florida on the 15 day of June, 2001

By: \_\_\_\_\_

  
Daniel O. Ferrini,  
Organizer

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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

In compliance with Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

BRADALESA LLC, desiring to organize as a limited liability company under the laws of the State of Florida, has designated 5445 Collins Avenue, No. B5, Miami Beach, Florida 33140 as its initial Registered Office and has named Daniel O. Ferrini, with a business office located at said address, as its initial Registered Agent.

Dated: June 15, 2001

By: \_\_\_\_\_

  
Daniel O. Ferrini,  
Organizer

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ACKNOWLEDGEMENT OF REGISTERED AGENT  
OF  
BRADALESA LLC

Having been named as Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

Date: June 15, 2001

By: \_\_\_\_\_

Daniel O. Ferrini,  
Registered Agent

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