



L01000014247

ACCOUNT NO. : 072100000032

REFERENCE : 436809 4808124

AUTHORIZATION :

Patricia Figueroa

COST LIMIT : \$ 125.00

ORDER DATE : August 21, 2001

ORDER TIME : 3:43 PM

ORDER NO. : 436809-005

CUSTOMER NO: 4808124

CUSTOMER: Susan Mindell, Esq
Levine Plotkin & Menin, LLP

1740 Broadway
22nd Floor
New York, NY 10019

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01 AUG 22 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

DOMESTIC FILING

NAME: SPIRITOSO LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118
EXAMINER'S INITIALS:

RECEIVED
01 AUG 22 PM 4:39
DIVISION OF CORPORATION

JB
8-23-01

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

SPIRITOSO LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

C/O BOB GIRALDI, 270 LAFAYETTE STREET, NEW YORK, NY 10012

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Corporation Service Company

Name

1201 Hays Street

Florida street address (P.O. Box NOT acceptable)
Tallahassee FL 32301

City, State, and Zip

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, F.S.

Corporation Service Company

By:

Lynette Coleman
Registered Agent's Signature Lynette Coleman
as its agent

Article IV - Management (Check box if applicable.)

☐ The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Lynette Coleman
Signature of a member or an authorized representative of a member.

(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.)

Lynette Coleman
as its agent

Typed or printed name of signee

FILING FEES:

- \$ 100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (OPTIONAL)
- \$ 5.00 Certificate of Status (OPTIONAL)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

APPROVED
AND
FILED

MEMBERS
OF
SPIRITOSO LLC

Bob Girdi
270 Lafayette Street
New York, NY 10012

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TALLAHASSEE, FLORIDA

LIMITED POWER OF ATTORNEY


The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of SPIRITOSO, LLC, (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 22nd day of August, 2001


Signature

LOREN H. PLOTKIN
Print Name of Signer

WITNESS:


Signature

Susan Mindell
Print Name of Witness

WITNESS:


Signature

PHYLLIS M. PABON
Print Name of Witness

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TALLAHASSEE, FLORIDA

AND
FILED

APPROVED