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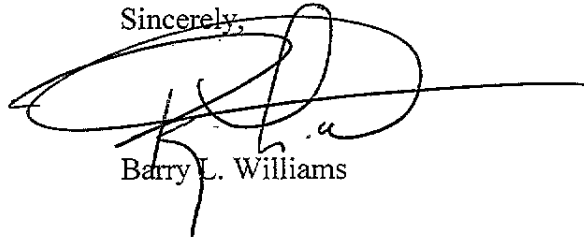
*****133.75 *****133.75

Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Please find enclosed the Articles of Organization of Casa D'Italia, L.L.C., and a check in the amount of \$133.75 for filing the articles and a certified copy of same to be returned to me in the enclosed self-addressed envelope. If you have any questions please contact me at the address or telephone number above.

Sincerely,



Barry L. Williams

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2002 JAN 30 PM 2:46
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

✓



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 11, 2002

BARRY L. WILLIAMS
WEBB WELLS & WILLIAMS PA
994 LAKE DESTINY DR SUITE 102
ALTAMONTE SPRINGS, FL 32714

SUBJECT: CASA D'ITALIA, L.L.C.
Ref. Number: W02000000982

We have received your document for CASA D'ITALIA, L.L.C. and check(s) totaling \$133.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$21.25. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Shawn Logan
Document Specialist

Letter Number: 202A00001700

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
Casa D'Italia, L.L.C.**

In compliance with the requirements of Florida Statutes, Chapter 608, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I - Name

The name of this limited liability company is Casa D' Italia, L.L.C.

ARTICLE II - Address

The mailing address and the street address of the principal office of Casa D' Italia, L.L.C. is 2582 South Maguire Road, #330, Ocoee, Florida 34761.

ARTICLE III - Duration

The period of duration of the company shall be pertetual.

ARTICLE IV - Management

Casa D' Italia, L.L.C. is to be managed by members, and the names and addresses of the managing members are

Mark Matthews, 2582 South Maguire Road, #380, Ocoee, Florida 34761;

Marikate Matthews, 2582 South Maguire Road, #380, Ocoee, Florida 34761;

Daniela DiMonaco, Via Girolamo Boccoardo 27 Rome Italy Postal code 00191; and

Sergio Piscitello, Via Pompeo Magno 94 Rome Italy Postal Code 00192.

ARTICLE V - Admission of Additional Members

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JALAMORE, OHIO

The members retain the right to admit additional members if all the then current members agree to such admission.

ARTICLE VI - Members Rights to Continue Business

The remaining members have the right to continue the business of Casa D' Italia, L.L.C., in the event of 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 Casa D' Italia, L.L.C.

ARTICLE VII - Ownership

The ownership of units in Casa D'Italia, L.L.C. are as follows:

Marikate Matthews shall own a number of units representing 25% ownership of the company; Mark Matthews shall own a number of units representing 25% ownership of the company; Daniela DiMonaco shall own a number of units representing 40% ownership of the company; and Sergio Piscitello shall own a number of units representing 10% ownership of the company.

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

Date:

Date and Signature of Member Mark Matthews

1/16/02

Date:

Date and Signature of Member Marikate Matthews

1/16/02

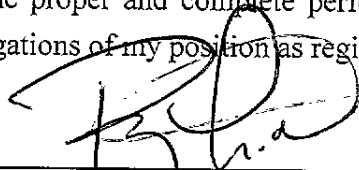
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JALMAY, FLORIDA

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

UNDER THE PROVISIONS OF FLORIDA STATUTES 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: Casa D'Italia, L.L.C.
2. The name and address of the registered agent and office is: Barry L. Williams, Webb, Wells, & Williams, P.A., 994 Lake Destiny Drive, Suite 102, Altamonte Springs, Florida 32714.

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I 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.



Barry L. Williams

Date: 12/29/01

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