

L02000010970

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**el lido restaurant, llc**

Certificate of Status	1
Certified Copy	1
Page Count	04
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APPROVED
 AND
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION

FOR

EL LIDO RESTAURANT, LLC

ARTICLE I. - NAME:

The name of this Limited Liability Company ("Company") shall be:

EL LIDO RESTAURANT, LLC

ARTICLE II. - ADDRESS

The mailing address and street address of the offices of the Company is:
1650 NW 87TH AVENUE, MIAMI, FLORIDA 33172.

ARTICLE III. - DURATION

The period of duration for the Company shall be perpetual unless dissolved according
law.

ARTICLE IV. - MANAGEMENT

The Company is to be managed by: a manager or managers and the name(s) and address
of such manager is:

Lazaro Fraga
1650 NW 87th Avenue
Miami, Florida 33172

ARTICLE V. - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members and the terms and conditions of
the admissions shall be: new members may be admitted from time to time and upon such terms
and conditions as shall be determined by a unanimous vote of the holders of all of the
Membership Interests.

ARTICLE VI. - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right of the members of the Company 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 continual membership of a member in the Company shall

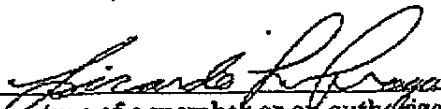
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be: determined by a unanimous vote of the remaining holders of all of the Membership Interests to continue to conduct the business of the Company under the Company's name.


Signature of a member or an authorized representative of a member
RICARDO L. FRAGA

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

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND
REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: EL LIDO RESTAURANT, LLC
2. The name and the Florida street address of the registered agent are:

RICARDO L. FRAGA

NAME

Greenberg Traurig, P.A.
1221 Brickell Avenue, Suite 2100
Florida street address (P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33131
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.


SIGNATURE
Ricardo L. Fraga

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