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**LIMITED LIABILITY COMPANY**

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**ARTICLES OF ORGANIZATION  
FOR  
LIMITED LIABILITY COMPANY**

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**ARTICLE I**  
**NAME**

The name of the Limited Liability Company is: ESPRESSO CAFFE' L.L.C.

**ARTICLE II**  
**DURATION**

The period of duration for the Limited Liability Company shall be thirty (30) years subject to the rights of the beneficial owners to extend this term from time by unanimous vote.

**ARTICLE III**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 9153 SW 72 Avenue Suite T 8, Miami, FL 33156.

**ARTICLE IV**  
**PURPOSE**

The Limited Liability Company is organized for the purpose of transacting any and all lawful business authorized to Limited Liability Company organized in the State of Florida.

**ARTICLE V**  
**MEMBER CERTIFICATES**

The Limited Liability Company is authorized to issue Certificates of Beneficial Interest with no-par value.

**ARTICLE VI**  
**REGISTERED AGENT AND REGISTERED OFFICE**

The name and Florida street address of the registered agent are:  
FRANCESCO BELLUCCI 9153 SW 72 Avenue Suite T8, Miami, FL 33156.

**ARTICLE VII**  
**INITIAL CAPITAL CONTRIBUTION**

The total initial capitalization of ESPRESSO CAFFE' L.L.C. is Five Hundred and No/100 Dollars (\$500.00). Each initial member subscribes for one (1) certificate at the agreed capital contribution amount. Each

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initial member's capital contribution is to be paid to the company in the sum of Five Hundred Dollars (\$500.00).

**ARTICLE VIII**  
**ADMISSION OF ADDITIONAL MEMBERS**

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be that additional members may be admitted by a majority consent.

**ARTICLE IX**  
**MEMBER RIGHT TO CONTINUE BUSINESS**

The right, if given, of the remaining members of the Limited Liability 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 continued membership of a member of the Limited Liability Company shall be that the continuation shall be subject to unanimous consent of the members.

**ARTICLE X**  
**MANAGEMENT**

The Limited Liability Company is to be managed by one or more managers and addresses of such managers who are to serve as are:

FRANCESCO BELLUCCI 9153 SW 72 Avenue Suite T8, Miami, Florida 33156.

**ARTICLE XI**  
**AMENDMENT**

The members reserve the right to amend or repeal any provisions contained in these Articles of Organization or any amendment thereto. Any right conferred upon a member is subject to this reservation. The amendment shall be signed and sworn to by all members and an amendment adding a new member shall be signed also by the member to be added.

**ARTICLE XII**  
**REGULATION OF THE COMPANY**

The power to adopt, alter, amend, or repeal the regulations of ESPRESSO CAFFE' L.L.C. shall be vested in the members of the company

**ARTICLE XIII**  
**RESTRICTION ON TRANSFER**

No member may transfer or assign his interest in this Limited Liability Company except upon unanimous consent of existing members

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ARTICLE XIV

CAPITAL CONTRIBUTION REDUCTIONS OR WITHDRAWALS

Property or cash of this company may be utilized to pay a member who has demanded his contribution in the manner prescribed by and provided in the regulations of the company.

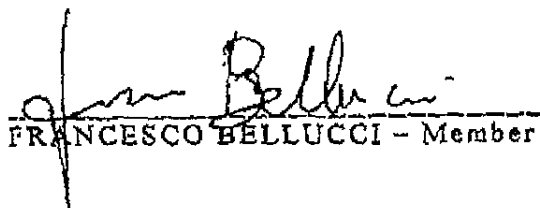
ARTICLE XV

INITIAL MEMBERS

The initial members and organizing members of ESPRESSO CAFFE'L.L.C. are as follows:

FRANCESCO BELLUCCI - MANAGER

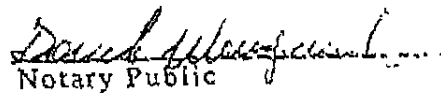
IN WITNESS WHEREOF, the undersigned subscribing member has executed these Articles of Organization this the 12th Day of NOVEMBER, 2002.

  
FRANCESCO BELLUCCI - Member

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STATE OF FLORIDA  
COUNTY OF DADE

THE FOREGOING INSTRUMENT was acknowledged before me this \_\_\_\_\_ Day of NOVEMBER, 2002, by, who is personally known to me who did take an oath.

  
Notary Public

My Commission Expires:



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**CERTIFICATE OF DESIGNATION OF  
ESPRESSO CAFFE' L.L.C.  
INITIAL REGISTERED OFFICE  
AND NAME OF ITS INITIAL REGISTERED AGENT**

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That ESPRESSO CAFFE' L.L.C., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Organization for Florida Limited Liability Company at Suite T8, 9153 SW 72 Avenue, Miami, FL 33156, has named FRANCESCO BELLUCCI, located at Suite T8, 9153 SW 72 Avenue Miami, FL 33156, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated limited liability company, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office

BY: Francesco Bellucci  
Francesco Bellucci, Registered Agent

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