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Account Name : WEAVER & MCCLENDON, PA.  
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**LIMITED LIABILITY COMPANY**

Ritmo America, LLC

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## **Articles of Organization of Ritmo America, LLC**

The undersigned, pursuant to Florida Statutes § 608.407, as amended, does hereby adopt the following Articles of Organization for such limited liability company (the "Company").

### **ARTICLE I – Name**

The name of the Limited Liability Company is **Ritmo America, LLC**, and the street and mailing address of the Company is 9800 West Lake Ruby Drive, Winter Haven, FL 33884.

### **ARTICLE II – Registered Office**

The street address of the initial registered office of the Company shall be 240 Park Avenue, Lake Wales, FL 33853, and the name of the initial registered agent at that address shall be **James M. Weaver**.

### **ARTICLE III – Duration**

The period of duration for the Company shall be perpetual.

### **ARTICLE IV – Management**

The Company is to be managed by its member managers. The names and addresses of the member managers are:

**Mr. Renzo Bortoli**  
9800 West Lake Ruby Drive  
Winter Haven, FL 33884

**Ms. Rossella Contiero**  
9800 West Lake Ruby Drive  
Winter Haven, FL 33884

### **ARTICLE V – Admission of Additional Members**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as follows: No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

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**ARTICLE VI- Members Rights to Continue Business**

Upon 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 the Company, the remaining members may elect to continue the business by the unanimous consent of all remaining members within ninety (90) days of such event.

IN WITNESS WHEREOF, the undersigned as the member managers of the company have executed these Articles of Organization on February 12, 2003.

  
Mr. Renzo Bortoli  
Ms. Rossella Contiero

Prepared By:  
James M. Weaver, FBN 212782  
WEAVER & MCLENDON, PA  
240 Park Avenue  
Post Office Box 466  
Lake Wales, FL 33859-0466  
883/676-6000

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**Certificate Designating  
Registered Agent / Registered Office**

Pursuant to the provisions of Florida Statutes § 607.0505, the undersigned Limited Liability Company (the "Company"), organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent in the State of Florida.

1. The name of the Company is:

**Ritmo America, LLC**

2. The name and street address of the registered agent and registered office is:

**James M. Weaver  
Weaver & McClendon, PA  
240 Park Avenue  
Lake Wales, Florida 33853**

Having been named to accept service of process for the Company at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Florida Statutes § 607.325.

Dated this February 14, 2003.

  
**James M. Weaver**

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