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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 205-0383

From: Nery C. Toledo, Legal Assistant

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
Account Number : 075471001363  
Phone : (305) 374-5600  
Fax Number : (305) 374-5095

**LIMITED LIABILITY COMPANY**

**CARMEN, THE RESTAURANT, LLC**

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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION OF  
CARMEN, THE RESTAURANT, LLC  
(a Florida limited liability company)**

**ARTICLE I  
NAME**

The name of the limited liability company is **CARMEN, THE RESTAURANT, LLC.**

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the limited liability company is 3075 N.W. 107<sup>th</sup> Avenue, Miami, Florida 33172.

**ARTICLE III  
DURATION**

The period of duration for the limited liability company shall begin on the date of filing these Articles of Organization with the Florida Department of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV  
MANAGEMENT**

The management of the limited liability company is reserved to its managers and is, therefore, a manager-managed company.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the limited liability company's initial registered agent is One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the limited liability company's initial registered agent at that office is American Information Services, Inc.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 14<sup>th</sup> day of February, 2003.

Miguel Tomás  
Miguel Tomás, Authorized Representative  
of a Member

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Sections 608.407 and 608.415 of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **CARMEN, THE RESTAURANT, LLC**, a Florida limited liability company (the "Company"), in the Company's articles of organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's articles of organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 14<sup>th</sup> day of February, 2003.

**AMERICAN INFORMATION  
SERVICES, INC.**

By: Nery C. Toledo, Assistant Secretary  
Nery C. Toledo, Assistant Secretary

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