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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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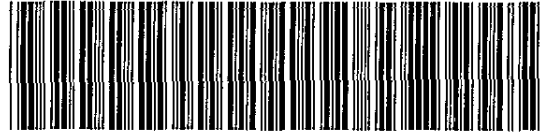
(Business Entity Name)

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ACCOUNT NO. : 0721000000032

REFERENCE : 995708 4336650

AUTHORIZATION :

COST LIMIT : \$ 155.00

*Patricia Pignato*

ORDER DATE : April 2, 2003

ORDER TIME : 11:55 AM

ORDER NO. : 995708-010

CUSTOMER NO: 4336650

CUSTOMER: Michelle Smith, Corp Paralegal  
Baker & McKenzie

Floor 19th  
1200 Brickell Avenue  
Miami, FL 33131

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TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: MILANO GOURMET HOLDINGS, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION**

**OF**

**MILANO RESTAURANT I, LLC**

**a Florida limited liability company**

1. The name of this limited liability company is **MILANO RESTAURANT I, LLC** (the "Company").
2. The Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as amended from time to time.
3. The principal place of business, street address and the mailing address of the Company is:  
  
888 Brickell Key Drive, Suite 1800  
Miami, FL 33131
4. The name and street address of the registered agent of the Company is:  
  
Roberto Rocca  
888 Brickell Key Drive, Suite 1800  
Miami, FL 33131
5. The Company shall indemnify any and all of its members, managers, officers, employees or agents or former managers, officers, employees or agents or any person or persons who may have served at its request as a manager, officer, employee or agent of another company, corporation, partnership, joint venture, trust or other enterprise in which it owns an equity interest or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or their legal representative may be made a party or may be threatened to be made a party, by reason of such person being or having been an officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any manager, officer, employee or agent may be entitled as a matter of law or which such person may be lawfully granted.

Dated this 1st day of April 2003.

Milano Gourmet Holdings, LLC, Member

By: \_\_\_\_\_

Roberto Rocca, authorized representative of  
Milano Gourmet Holdings, LLC

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TALLAHASSEE, FLORIDA

## ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for **MILANO RESTAURANT I, LLC**, at the place designated in these Articles of Organization, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto. The undersigned is familiar with the obligations of a Registered Agent under the Florida Limited Liability Company Act.

By:   
Roberto Rocca

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