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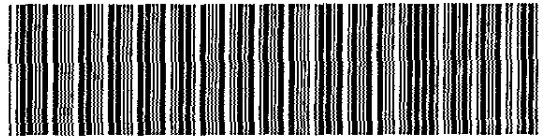
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 375212 80690A

AUTHORIZATION :

*Patricia Pigute*

COST LIMIT : \$ 155.00

ORDER DATE : December 24, 2003

ORDER TIME : 1:52 PM

ORDER NO. : 375212-010

CUSTOMER NO: 80690A

CUSTOMER: Alison Herman, Esq  
Breier And Seif, P.a.

Suite 1125  
2800 Ponce De Leon Boulevard  
Coral Gables, FL 33134

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DOMESTIC FILING

NAME: FORMULA FRANCHISING ITALIANO,  
LLC

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

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

*File*  
*2nd*

ARTICLES OF ORGANIZATION OF  
FORMULA FRANCHISING ITALIANO, LLC  
A  
FLORIDA LIMITED LIABILITY COMPANY

The undersigned, in forming a Florida Limited Liability Company ("Company") under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization for such Company:

ARTICLE I - NAME

The name of this limited liability company is:

Formula Franchising Italiano, LLC

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company is 6101 Blue Lagoon Drive, Suite 430, Miami, Florida 33126.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial Registered Agent of the Company is ALISON P. HERMAN. The street address of the initial Registered Agent Office is 2800 Ponce De Leon Boulevard, Suite 1125, Coral Gables, Florida 33134

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.


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ARTICLE V - AMENDMENTS

The power to amend these Articles of Organization is reserved in the Members of the Company and any such amendment requires the consent of the Members holding more than fifty percent (50%) of the Membership Interests in the Company.

These Articles of Organization are effective January 1, 2004.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 23 day of December, 2003.

By:   
Alison P. Herman, Esq., Authorized Representative

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

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of Formula Franchising Italiano, LLC, as made in the foregoing Articles of Organization, and agree to act in such 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 the accept the obligations of my position as the initial Registered Agent of Formula Franchising Italiano, LLC.

Date: 12/23/03

  
ALISON P. HERMAN, Initial Registered Agent

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