

W04000000517

Florida Department of State

Division of Corporations

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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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LIMITED LIABILITY COMPANY**guapisimos!, l.l.c.**

Certificate of Status	0
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ARTICLES OF ORGANIZATION
OF
GUAPISIMOS!, L.L.C.

(6)

ARTICLE I - NAME

The name of the Limited Liability Company is: GUAPISIMOS!, L.L.C..

ARTICLE II - DURATION

This limited liability company shall have perpetual existence.

ARTICLE III - PURPOSE

This limited liability company is organized under the laws of the State of Florida as a limited liability company to be engaged in any lawful business.

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ARTICLE IV -

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 9801 Collins Avenue, PH 11, Bal Harbour, Florida 33154 and the name of the initial registered agent of this limited liability company at that address is JUDITH L. ELLENBOGEN.

ARTICLE V -

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the limited liability company is 9801 Collins Avenue, PH 11, Bal Harbour, Florida 33154.

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ARTICLE VI-
MANAGEMENT OF THE COMPANY

The Company is to be managed by its Manager-Members. The names of the initial Manager-Members who are to serve until the first annual meeting of the Members or until their successors are elected and qualified are Judith L. Ellenbogen whose address is 9801 Collins Avenue, PH 11, Bal Harbour, Florida 33154 and Luisa Ellenbogen whose address is 455 W. Armitage Avenue #1E, Chicago, Illinois, 60614.

ARTICLE VII - INDEMNIFICATION

The limited liability company shall indemnify any current member, manager, employee or agent of the limited liability company or any former member, manager, employee or agent as permitted by Florida Statute 608.4229, as amended from time to time, and to the full extent permitted by law.

ARTICLE VII - AMENDMENT

This limited liability company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned member has executed
these Articles of Organization this 2nd day of January, 2004.

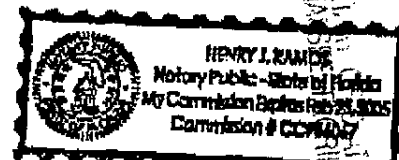
Judith L. Ellenbogen
JUDITH L. ELLENBOGEN

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 2 day of January, 2004, by JUDITH L. ELLENBOGEN, who is personally known to me or who has produced Florida Driver's License and who did take an oath.

Henry J. Ramon
Name:
Notary Public-State of Florida
Commission No.:
My Commission Expires:



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CERTIFICATE DESIGNATING AGENT

BE IT KNOWN THAT:

GUAPISIMOSI, L.L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 9801 Collins Avenue, PH 11, Bal Harbour, Florida 33154 has named JUDITH L. ELLENBOGEN, whose address is 9801 Collins Avenue, PH 11, Bal Harbour, Florida 33154 as its agent to accept service of process within Florida.

by: 
JUDITH L. ELLENBOGEN

DATED this 21st day of January, 2004.

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TALLAHASSEE, FLORIDA

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ACCEPTANCE

Having been named to accept service of process for GUAPISIMOSI, L.L.C. at 9801 Collins Avenue, Bal Harbour, Florida 33154 I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.


JUDITH L. ELLENBOGEN

DATED this 7th day of January, 2004.

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