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TALLAHASSEE, FLORIDA

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LAWRENCE W. BURNS, P.A.
Attorney at Law

412 NORTH HALIFAX AVENUE, DAYTONA BEACH, FLORIDA 32118

September 9, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Giovanni, LLC

Dear Sir/Madam:


Enclosed please find original and copy of Articles of Organization with referenced to the above limited liability company for filing.

I also enclose my check in the amount of \$125.00 representing your filing fee.

If same are in order please return registered Articles to me at your earliest possible convenience.

Thank you for your prompt attention to this matter.

Yours very truly,


Melissa Meadows
Legal Assistant

Enclosures: per above

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME:

The name of the Limited Liability Company is:

GIOVANNI, LLC

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is:

14444 South Drive
Whitestone, NY 11357

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be : PERPETUAL

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by the members and the name(s) and addresses(s) of the managing member(s) is/are: .

ANTONIO IPPOLITO
14444 South Drive
Whitestone, NY 11357

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:

Members shall have the right to admit additional members at their discretion.


ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member

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or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The right shall be retained.



ANTONIO IPPOLITO

Signature of member or an authorized representative of a member

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

ANTONIO IPPOLITO

Typed or printed name of signee

Dated: August 31, 2004

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA

1. The name of the limited liability company is: GIOVANNI, LLC
2. The name and the Florida street address of the registered agent are:

LAWRENCE W. BORNS, ESQ.
LAWRENCE W. BORNS, P.A.
412 N. Halifax Avenue
Daytona Beach, Florida 32118

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



LAWRENCE W. BORNS, ESQ.

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