

**L05000027755**

Florida Department of State  
Division of Corporations  
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To:

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

**EFFECTIVE DATE**

03/18/05

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

**LIMITED LIABILITY COMPANY**

**Casanova Restaurant of South Beach, LLC**

Certificate of Status	1
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Page Count	04
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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Casanova Restaurant of South Beach, LLC

### Article II. Address

The Company's street and mailing address is:  
Casanova Restaurant of South Beach, LLC  
477 Washington Avenue  
Miami Beach FL 33139

### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Salvatore S. Ciccone  
4775 Collins Avenue  
Suite 1902  
Miami Beach FL 33140

EFFECTIVE DATE  
03/18/05

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Salvatore S. Ciccone | FL Bar Member 0146323  
4775 Collins Avenue  
Suite 1902  
Miami Beach FL 33140  
786-290-3675

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

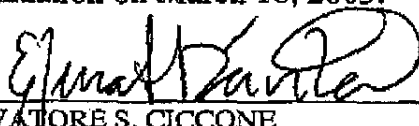
SALVATORE S. CICCONE  
477 Washington Avenue Miami Beach FL 33139  
VINCENT THILLOY  
477 Washington Avenue Miami Beach FL 33139

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TALLAHASSEE, FLORIDA

Article VI. Company Existence

The Company's existence shall begin effective as of March 18, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on March 18, 2005.

  
\_\_\_\_\_  
SALVATORE S. CICCONE  
by E.S. Davila as attorney-in-fact

Salvatore S. Ciccone | FL Bar Member 0146323  
4775 Collins Avenue  
Suite 1902  
Miami Beach FL 33140  
786-290-3675

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

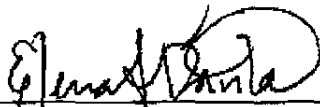
Casanova Restaurant of South Beach, LLC

### REGISTERED AGENT/OFFICE:

Salvatore S. Ciccone  
4775 Collins Avenue  
Suite 1902  
Miami Beach FL 33140

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I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



SALVATORE S. CICCONE  
by E.S. Davila as attorney-in-fact

Date: March 18, 2005

Salvatore S. Ciccone | FL Bar Member 0146323  
4775 Collins Avenue  
Suite 1902  
Miami Beach FL 33140  
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