

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000072064
FILED 8:00 AM
July 22, 2005
Sec. Of State
nculligan

Article I

The name of the Limited Liability Company is:
THE RIVER PROJECT RESTAURANT, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
665 WASHINGTON AVENUE
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:
665 WASHINGTON AVENUE
MIAMI BEACH, FL. 33139

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
JAY PARKER
1691 MICHIGAN AVENUE
320
MIAMI BEACH, FL. 33139

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: JAY PHILLIP PARKER

Article V

The name and address of managing members/managers are:

Title: MGRM
NICOLAS HOYOS
665 WASHINGTON AVENUE
MIAMI BEACH, FL. 33139

Title: MGRM
PAOLA CHARRY
665 WASHINGTON AVENUE
MIAMI BEACH, FL. 33139

Title: MGRM
NEO RUMBA DINERO, LLC
1637 SW 8TH STREET
MIAMI, FL. 33155

Title: MGRM
NEO RUMBA TIERRA, LLC
1637 SW 8TH STREET
MIAMI, FL. 33155

Title: MGRM
JUAN CARLOS PARDO
1637 SW 8TH STREET
MIAMI, FL. 33155

Article VI

The effective date for this Limited Liability Company shall be:

07/21/2005

Signature of member or an authorized representative of a member

Signature: JAY PHILLIP PARKER

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