Florida Department of State AY 24 Division of Corporations SECRETARY OF STATE TALLAHASSEE, FLORIDA

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# FLORIDA/FOREIGN LIMITED LIABILITY CO.

SALLUSTI INVESTMENTS, LLC Certificate of Status 0 Certified Copy 04 Page Count \$130.00 Estimated Charge

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# ARTICLES OF ORGANIZATION

# FILED 2006 MAY 24 P 12: 53 SECRETARY OF STATE TALLAHASSEE, FLORIDA

## Article I. Name

The name of this Florida limited liability company is: SALLUSTI INVESTMENTS, LLC

### Article II. Address

The Company's street and mailing address is: SALLUSTI INVESTMENTS, LLC 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

# Article III. Registered Agent

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

Isabel Martinez 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

# 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.

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## Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

# Article VI. Management

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

PAOLO SALLUSTI DE MATTEIS 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326 FRANCO SALLUSTI DE MATTEIS 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326 BRUNO SALLUSTI 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

# Article VII. Company Existence

·:a.

The Company's existence shall begin effective as of 5/23/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 5/23/2006.

CORPORATE CREATIONS INTERNATIONAL INC. Maria A. Areiza, Assistant Secretary

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

# STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
SALLUSTI INVESTMENTS, LLC

# **REGISTERED AGENT/OFFICE:**

Isabel Martinez 1820 North Corporate Lakes Blvd. Suite 207 Weston FL 33326

1820

1.1.10

Wy ogen

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.

ISABEL MARTINEZ

by M.A. Areiza as attorney-in-fact

Date: 5/23/2006.

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