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

**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN****CUISINE WORKS INTERNATIONAL, LLC**

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## AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted September 22, 2006 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

### Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Cuisine Works International, LLC  
Old Name:

### Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on September 12, 2006

### Article III. Address

The Company's street and mailing address is:

Cuisine Works International, LLC  
9155 S. Dadeland Blvd.  
Suite 1506  
Miami FL 33156 U.S.

### Article IV. Registered Agent

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

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410 UNITED STATES

Steven Adams, Esq. | FL Bar Member  
Jones & Adams, P.A.  
9155 S. Dadeland Blvd.  
Suite 1506  
Miami FL 33156  
305-270-8858

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**Article V. 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.

**Article VI. Management**

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

MATTHEW JONES

9155 S. Dadeland Blvd. Suite 1506 Miami FL 33156

SIME STANTIC

9155 S. Dadeland Blvd. Suite 1506 Miami FL 33156

**Article VII. Company Existence**

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Cuisine Works International, LLC

By: 

Name: Matthew Jones

Title: Member

Date: September 22, 2006

Steven Adams, Esq. | FL Bar Member

Jones & Adams, P.A.

9155 S. Dadeland Blvd.

Suite 1506

Miami FL 33156

305-270-8858

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

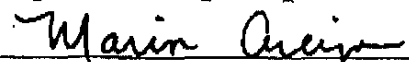
**LIMITED LIABILITY COMPANY:**

Cuisine Works International, LLC

**REGISTERED AGENT/OFFICE:**

Corporate Creations Network Inc.  
11380 Prosperity Farms Road #221E  
Palm Beach Gardens FL 33410

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. 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.

  
CORPORATE CREATIONS NETWORK INC.  
Franco E. Cammarata, Vice President and Counsel  
by M.A. Areiza as attorney-in-fact

Date: September 22, 2006

Steven Adams, Esq. | FL Bar Member  
Jones & Adams, P.A.  
9155 S. Dadeland Blvd.  
Suite 1506  
Miami FL 33156  
305-270-8858

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