

Florida Department of State

Division of Corporations

Public Access System

Electronic Filing Cover Sheet

**LO7000016833**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H07000039501 3)))



H070000395013ABCZ

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

RECEIVED

07 FEB 13 PM 12:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 FEB 13 AM 10:35

FILED

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**saratoga brands international, llc**

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

*[Handwritten signature]*

Electronic Filing Menu

Corporate Filing Menu

Help

1407000039501

⑤

**ARTICLES OF ORGANIZATION  
OF  
SARATOGA BRANDS INTERNATIONAL, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be SARATOGA BRANDS INTERNATIONAL, LLC ("Company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company shall be 16040 S.W. 77<sup>th</sup> Avenue, Miami, FL 33157.

**ARTICLE III -- DURATION**

Perpetual. The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is:

Michael Catena  
16040 S.W. 77<sup>th</sup> Avenue  
Miami, FL 33157

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

Each member shall make capital contributions to the company as necessary from time to time, on the majority consent of all members.

1407000039501

FILED  
07 FEB 13 AM 10:35  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the majority written consent of the members of the company and on such terms and conditions as shall be determined by majority consent of the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless a majority of the other members of the company approve of the proposed transfer by written consent.

ARTICLE VII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of a majority of the remaining members, provided there are at least two remaining members.

ARTICLE VIII - MANAGEMENT

The company shall be member managed in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the organizer of the company is MICHAEL CATENA, whose address is 16040 S.W. 77<sup>th</sup> Avenue, Miami, FL 33157.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization in Fort Lauderdale on this 8<sup>th</sup> day of February, 2007.


Organizer:

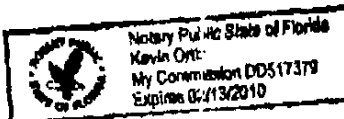
  
MICHAEL CATENA

STATE OF FLORIDA  
COUNTY OF Dade

Sworn to (or affirmed) and subscribed before me  
this 8 day of Feb, 2007,  
by Michael Catena

(SEAL)

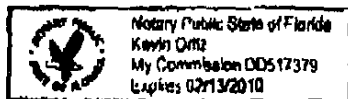
  
Type of Identification Produced Personal Known  
DR LIL

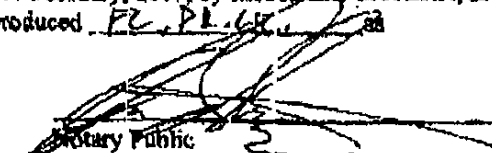


FILED  
07 FEB 13 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA     )  
                                  ) ss  
COUNTY OF BROWARD    )

Sworn to and subscribed before me this 8<sup>th</sup> day of February, 2007, by MICHAEL CATENA, ☐ who is personally known to me or ☐ who has produced FL PL-68 as identification.



  
Notary Public

Kevin Ortiz  
Print, Type or Stamp  
Commissioned Name of Notary Public

(SBAL)

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 as provided for in Chapter 608, F.S.

  
MICHAEL CATENA

FILED  
07 FEB 13 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

407000039501

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.501, FLORIDA  
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED  
AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: SARATOGA BRANDS  
INTERNATIONAL LLC
2. The name and address of the registered agent and office is:

MICHAEL CATENA  
(NAME)

16040 S.W. 77<sup>th</sup> Avenue (P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33157  
(CITY/STATE/ZIP)

07 FEB 13 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

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.

X Michael Catena  
MICHAEL CATENA

DATE 2/5/07

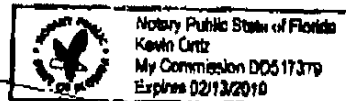
Filing Fee: \$ 35 for Designation of Registered Agent

STATE OF FLORIDA  
COUNTY OF Dade

Sworn to (or affirmed) and subscribed before me  
this 8 day of Feb, 2007  
by Kevin Ortiz

(SEAL)

PRINT TYPE OR STAMP NAME OF NOTARY  
Kevin Ortiz  
Personally Known \_\_\_\_\_  
or Produced Identification \_\_\_\_\_  
Type of Identification Produced Florida LLC



407000039501