

# L07000053909

## Florida Department of State

Division of Corporations

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Effective Date

5/18/07

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**To:**

Division of Corporations

Fax Number : (850)205-0383

**From:**

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

Phone : (561)694-8107

Fax Number : (561)694-1639

LS

## FLORIDA/FOREIGN LIMITED LIABILITY CO.

Berti's Pizza, LLC

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## ARTICLES OF ORGANIZATION

Effective Date 5/18/07

### Article I. Name

The name of this Florida limited liability company is:

Berti's Pizza, LLC

### Article II. Address

The street and mailing address of the Company's initial principal office is:

Berti's Pizza, LLC  
13858 SW 90th Avenue  
Apt. KK107  
Miami FL 33176

### Article III. Registered Agent

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

Salvatore S. Ciccone  
9140 Collins Avenue, #A  
Surfside FL 33154

### 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  
9140 Collins Avenue, #A  
Surfside FL 33154  
786-290-3675

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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 manager-managed company. The name and address of each manager is:

JORGE VALENCIA  
13858 SW 90th Avenue Apt. KK107  
Miami FL 33176  
MAURICIO CARVAJAL  
13858 SW 90th Avenue Apt. KK107  
Miami FL 33176  
FERNANDO VALENCIA  
13858 SW 90th Avenue Apt. KK107  
Miami FL 33176

Article VII. Company Existence

The Company's existence shall begin effective as of May 18, 2007.

The undersigned authorized representative of a member executed these Articles of Organization on May 18, 2007.

  
CORPORATE CREATIONS-INTERNATIONAL INC.  
Angela Howard Asst. Secretary

Salvatore S. Ciccone | FL Bar Member 0146323  
9140 Collins Avenue, #A  
Surfside FL 33154  
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## STATEMENT OF REGISTERED AGENT

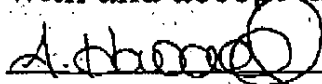
### LIMITED LIABILITY COMPANY:

Berti's Pizza, LLC

### REGISTERED AGENT/OFFICE:

Salvatore S. Ciccone  
9140 Collins Avenue, #A  
Surfside FL 33154

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  
bv A. Howard as attorney-in-fact

Date: May 18, 2007.

Salvatore S. Ciccone | FL Bar Member 0146323  
9140 Collins Avenue, #A  
Surfside FL 33154  
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