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FLORIDA/FOREIGN LIMITED LIABILITY CO.

ritco foods llc

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ARTICLES OF ORGANIZATION**OF****RITCO FOODS LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I
NAME

The name of the Limited Liability Company shall be:

RITCO FOODS LLC**ARTICLE II**
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 5827 Sheridan Street Hollywood, FL 33021.

ARTICLE III
EFFECTIVE DATE

A. The Articles of Organization shall become effective immediately upon the approval of the Secretary of State, State of Florida.

ARTICLE IV
TERM OF EXISTENCE

Subject to the provisions of Article 9, the Limited Liability's Company's existence shall terminate no later than 50 years from its date of commencement, unless the Company is dissolved earlier as provides in the Articles of Organization.

ARTICLE V
PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which as limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

Presented By: Disney D. Thompson, Esquire, Florida Bar No. 847534, 5827 Sheridan Street, Hollywood, Florida 33021.

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ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this company is 5827 Sheridan Street Hollywood, Fl 33021. The name of the registered agent of this company at that address is: DISNEY D. THOMPSON

ARTICLE VII
MANAGEMENT

The managers of the company shall be:

Operating Manager: Julio Cesar Pérez Fuentes
Secretary: Julio Cesar Pérez Fuentes
Treasurer: Juan M. Pérez Fuentes

Whose address shall be the same as the mailing address of the company.

ARTICLE VIII
ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). 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 all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX- TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon 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 all the remaining members, provided there are at least one remaining member.



JULIO CESAR PEREZ FUENTES

Presented By: Disney D. Thompson, Esquire, Florida Bar No. 847534, 5827 Sheridan Street, Hollywood, Florida 33021.

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
THE ARTICLES OF ORGANIZATION**

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 accepts the obligations of the position as Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

ACKNOWLEDGMENT:


Registered Agent-Disney Thompson

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Presented By: Disney D. Thompson, Esquire, Florida Bar No. 847534, 5827 Sheridan Street, Hollywood, Florida 33021.

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