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FLORIDA/FOREIGN LIMITED LIABILITY CO.

GIORGIO'S OF MADISON, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
GIORGIO'S OF MADISON, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE I
NAME**

The name of this limited liability company is **GIORGIO'S OF MADISON, LLC** (the "Company").

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 230 Worth Avenue, Palm Beach, Florida 33480.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is George Sharoubim, 230 Worth Avenue, Palm Beach, Florida 33480.

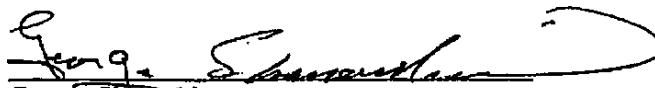
**ARTICLE IV
MANAGEMENT**

The Company will be a Manager-Managed Company.

The undersigned executed these Articles of Organization on this 24th day of August, 2007.

Authorized Representative of the Members:

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


George Sharoubim

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DIVISION OF CORPORATIONS

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

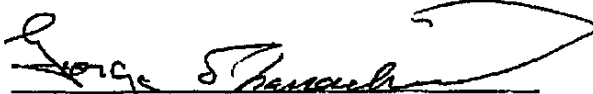
1. The name of the limited liability company is:

GIORGIO'S OF MADISON, LLC

2. The name and the Florida address of the registered agent are:

George Sharoubim
230 Worth Avenue
Palm Beach, Florida 33480

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.


George Sharoubim