## Florida Department of State

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To:

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From:

Account Name

CORPORATE CREATIONS INTERNATIONAL INC. 110432003053

Account Number Phone

(561)694-8107

Fax Number

(561)694-1639

# FLORIDA/FOREIGN LIMITED LIABILITY CO.

ROME MC INTERNATIONAL BUSINESS LLC

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## ARTICLES OF ORGANIZATION

5102788255

Effective Date 09/19/07

#### Article I. Name

The name of this Florida limited liability company is: ROME MC INTERNATIONAL BUSINESS LLC

#### Article II. Address

The Company's principal address is:

ROME MC INTERNATIONAL BUSINESS LLC One Alhambra Circle, Snite 1415 Coral Gables FL 33134

The Company's mailing address is:

ROME MC INTERNATIONAL BUSINESS LLC c/o Nelson Slosbergas, P.A. 1110 Brickell Avenue, Suite 310 Miami FL 33131

#### Article III. Registered Agent

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

NS Corporate Services Inc. 1110 Brickell Avenue, Suite 310 Miami FL 33131

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

RONALDO TADEU ALIGHIERI One Alhambra Circle, Suite 1415 Coral Gables FL 33134

BRENO SASSO ALIGHIERI
One Allminum Circle, Suite 1415 Coral Gables FL 33134
Article VII. Company Existence

The Company's existence shall begin effective as of 9/19/2007.

The undersigned authorized representative of a member executed these Articles of Organization on September 19, 2007.

CORPORATE CREATIONS INTERNATIONAL INC.

Angela E. Howard Assistant Secretary

SECRETARY OF STATE DIVISION OF CORPORATIONS

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### STATEMENT OF REGISTERED AGENT

5102788255

LIMITED LIABILITY COMPANY: ROME MC INTERNATIONAL BUSINESS LLC

### REGISTERED AGENT/OFFICE:

NS Corporate Services Inc. 1110 Brickell Avenue, Suite 310 Miami FL 33131

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 all the 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.

NS CORPORATE SERVICES INC. by A. Howard as attorney-in-fact

Date: 9/19/2007