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### ORIDA/FOREIGN LIMITED LIABILITY CO.

Delicious! By Maribel, LLC

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#### ARTICLES OF ORGANIZATION

OF

#### DELICIOUS! BY MARIBEL, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a liability company (the "Company") under the laws of the State of Florida.

### ARTICLE I NAME

The name of the Company shall be: DELICIOUS! BY MARIBEL, LLC

# ARTICLE II ADDRESS AND PLACE OF BUSINESS

The mailing and street address for the Company's principal office is 647 N E. 79<sup>th</sup> Street, Miami, Florida 33138.

### ARTICLE III PERIOD OF DURATION

The period of duration of the Company shall be perpetual.

### ARTICLE IV GENERAL POWERS

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

### ARTICLE V MANAGEMENT

All powers of the Company shall be exercised by or under the authority of the members and, except as otherwise provided in the operating agreement of the Company, if any ("Operating Agreement"), the business and affairs of the Company shall be managed by or under the direction of the members.

### ARTICLE VI RIGHT TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminate the continued membership of a

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DIVISION OF CORPORATION

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member in the Company, the business of the Company shall not cease and the Company shall not be dissolved except by the unanimous consent of the remaining members or as otherwise provided in the Operating Agreement of the Company.

#### ARTICLE VII RESTRICTIONS ON MEMBERSHIP

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in the Operating Agreement or other agreement adopted by the members.

## ARTICLE VIII OPERATING AGREEMENT

The members of the Company may adopt an operating agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as the "Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

## ARTICLE IX REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is Law Office of Jennifer L. Hinchey, 8801 N.E. 9<sup>th</sup> Court, Miami, Florida 33138 and the name of its initial registered agent is Jennifer L. Hinchey, Esq. The Company may change its registered office or its registered agent or both by filing with the Secretary of State of Florida a statement complying with Section 608.416, Florida Statutes.

# ARTICLE X ACKNOWLEDGEMENT

The members of the Company, through their undersigned authorized representative, to hereby certify that the foregoing constitutes the proposed Articles of Organization for Delicious! By Maribel, LLC. These Articles of Organization may be an ended from time to time by consent of the members holding a majority of the voting interest of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

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IN WITNESS WHEREOF, the undersigned has executed this and of

March, 2008 these Articles of Organization.

Authorized Representative

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### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

EXECUTED on this 28 day of Mark, 2008

Jennifer L. Hinchey, Esq

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