

Florida Department of State  
Division of Corporations  
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

A & P GOODS, L.L.C. *International,*

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May 12, 2008

## FLORIDA DEPARTMENT OF STATE

Division of Corporations

EXPRESS CORPORATE FILING SERVICE INC.

SUBJECT: A & P GOODS, LLC  
REF: W08000023458

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is F05000006326.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas  
Regulatory Specialist II

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**ARTICLES OF ORGANIZATION  
OF  
A & P GOODS INTERNATIONAL, L.L.C.**

THE UNDERSIGNED, as a member or an authorized representative of a member of the Company, pursuant to to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named A & P GOODS INTERNATIONAL, L.L.C.

**ARTICLE I**

The name of the Limited Liability Company is:

A & P GOODS INTERNATIONAL, L.L.C.

**ARTICLE II**

The mailing address and the street address of the principal office of the Limited Liability Company is:

5585 NW 72 AVE  
MIAMI FL 33166

**ARTICLE III**

This Limited Liability Company is organized to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

Transact any and all lawful business in the United States and abroad.

**ARTICLE IV**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE V**

The Limited Liability Company shall be managed by one or more managers and is therefore a manager-managed company. The initial members of the Company shall be two (2) to hold office until their successor (s) have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Managers may increase or decrease in accordance with the procedure stated in the By-Laws of the Company.

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The name and address of the Managing Members are:

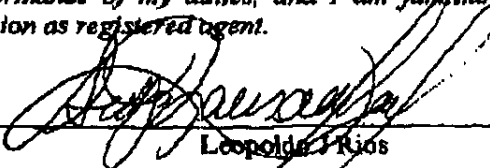
AURYSTELA PALMA, 5585 NW 72 AVE MIAMI FL 33166  
JOSE F. MARINO, 5585 NW 72 AVE MIAMI FL 33166

#### ARTICLE VI

The name and Florida street address of the Limited Liability Company's registered agent are:

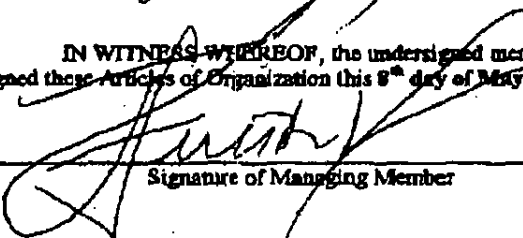
**LEOPOLDO J. RIOS**  
CPC Accounting Services  
11904 MIRAMAR PKWY.  
MIRAMAR FL 33025

*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.*

  
\_\_\_\_\_  
Leopoldo J. Rios

Date: May 8<sup>th</sup> 2008.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has signed these Articles of Organization this 8<sup>th</sup> day of May 2008

  
\_\_\_\_\_  
Signature of Managing Member

Jose F. Marino  
\_\_\_\_\_  
Signature of Member or Authorized Representative of a Member

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