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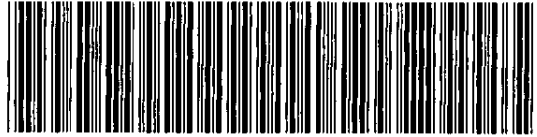
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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02/09/09--01011--013 **180.00

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2009 FEB -9 PM 11:26

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

C. LEWIS

FEB 10 2009

EXAMINER

February 5th, 2009

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: ALESSIO, LLC

Dear Madame / Sir:

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert Alessio, Inc. into a "Florida Limited Liability Company", Alessio, LLC, in accordance with s. 608.439, F.S.

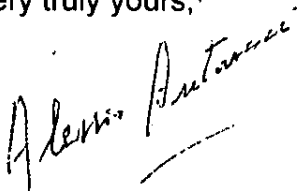
Please return all correspondence concerning this matter to the following:

ALESSIO, LLC.
1075 NE 99 Street
Miami Shores,
FL 33138

For further information concerning this matter, please call:
Alessio Antonacci at 305-754-4065

Enclosed is a check for \$ 180.00 for conversion, Articles of Organization filing fees and certify copy.

Very truly yours,

A handwritten signature in cursive script, reading "Alessio E. Antonacci". The signature is written in dark ink and is positioned above a horizontal line.

Alessio E. Antonacci

Encl.

**Certificate of Conversion
for
ALESSIO, INC.
into
Florida Limited Liability Company**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following Alessio, Inc. into a Florida Limited Liability Company, Alessio, LLC, in accordance with s.608.439, Florida Statutes.

1. The name of the Business Entity immediately prior to the filing of this Certificate of Conversion is:

ALESSIO, INC.

2. The Business Entity is a Corporation first incorporated under the laws of the State of Florida on August 5, 1996.

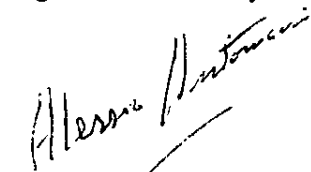
3. No jurisdiction of the Business Entity was changed.

4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is:

ALESSIO, LLC

5. The effective date is the date of filing.

Signed this 5th day of February, 2009.



Alessio E. Antonacci
President

ARTICLES OF ORGANIZATION

OF

ALESSIO, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of becoming a Limited Liability Company under the Laws of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of this entities, file these Articles of Organization.

ARTICLE I

The name of the Limited Liability Company is ALESSIO, LLC. The principal and mailing address is 1075 NE 99th Street, Miami Shores, Florida 33138.

ARTICLE II

The Company is organized for the purpose of engaging in any activities or business permitted under the laws of the United State and the State of Florida.

ARTICLE III

The total number of initial members are three (3) and their name and address are as follows:

SILVIA L. ANTONACCI
Candonga 4287, Cordoba 5009, Argentina

ANNABELLA BUCHELI, INC.
1075 NE 99th Street, Miami Shores, FL 33138

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ALESSIO E. ANTONACCI
1075 NE 99th Street, Miami Shores, FL 33138

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

The initial Managing Members, their name and address are as follows:

SILVIA L. ANTONACCI - MGR
Candonga 4287, Cordoba 5009, Argentina

ANNABELLA BUCHELI, INC. - MGR
1075 NE 99th Street, Miami Shores, FL 33138

ALESSIO E. ANTONACCI - MGR
10754 NE 99th Street, Miami Shores, Florida 33138

ARTICLE V

The street address of the initial registered office of this Limited Liability Company in the State of Florida shall be 1075 NE 99th Street, Miami Shores, Florida 33138, and the name of the initial registered agent of this Limited Liability Company is Alessio Antonacci. The Limited Liability Company may have such other places of business both within and without the State of Florida, and in foreign countries, as may be necessary and convenient.

ARTICLE VI

The name and address of the persons who are to serve as officers of the Limited Liability Company, and the office that they shall initially hold, and who shall hold such

office for the first year of the Limited Liability Company's existence, are:

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ALESSIO E. ANTONACCI – President – Secretary - Treasurer
10754 NE 99th Street, Miami Shores, Florida 33138

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

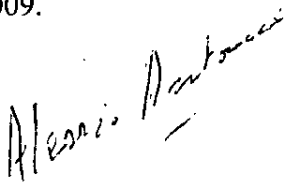
ARTICLE VII

These Articles of Organization may be amended in the manner provided by law.

ARTICLE VIII

In accordance with Florida State law, the date of existence of this Limited Liability Company shall be the date these Articles of Organization are filed by the Department of State.

IN WITNESS WHEREOF, We, the undersigned, being the subscribing organizers have hereunto set our hand and seal for the purpose of forming this Limited Liability Company under the Laws of the State of Florida, this 5th day of February, 2009.



Alessio E. Antonacci
Per se and authorized representative for
Annabella Bucheli, Inc. and Silvia Antonacci.

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

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CERTIFICATE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

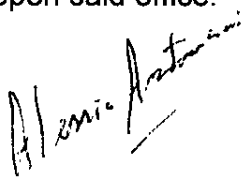
ALESSIO, LLC

Pursuant to Florida Law, the following is submitted:

The above Limited Liability Company, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Organization at 1075 NE 99th Street, Miami Shores, Florida 33138, has named Alessio Antonacci, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Date 2-5-2009

Alessio Antonacci
Registered Agent