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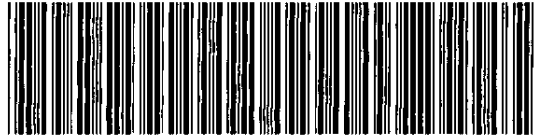
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TALLAHASSEE, FLORIDA

C. LEWIS

JUL 30 2009

EXAMINER

Daniel D. Peck
J.D., Member FL & CT Bars
Mark E. Adamczyk
J.D., Member FL & GA Bars
Steven J. Adamczyk
J.D., Member FL Bar

Peck & Peck, P.A.
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OF COUNSEL
BERNARD S. PECK
J.D., Member FL & CT Bars

July 27, 2009

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

Re: Be Happy Cakes, LLC

Dear Madam:

We enclose herewith for filing the original and one copy of the Articles of Organization for the above named limited liability company, together with a check to your order in the amount of \$130.00 representing the filing fee (\$125.00 plus \$5.00 for a Certificate evidencing the organization).

Please process the enclosed Articles and return the stamped copy of the Articles, with the Certificate of Organization, to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Sincerely,



Steven J. Adamczyk

SJA
Enclosures

cc: Kim Casciero
Nancy Spence Casciero

**ARTICLES OF ORGANIZATION
OF
BE HAPPY CAKES, LLC**

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

1. Name. The name of this limited liability company is Be Happy Cakes, LLC, a limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence commencing on the filing of the Articles of Organization with the State of Florida and continues even though a membership of a member is terminated.

3. Purpose. The Company is organized to prepare cheesecakes and pastries for retail and e-commerce and to transact all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 531 105th Avenue North, Naples, Florida 34108.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Steven J. Adamczyk, Esq. The street address of the initial registered agent of the Company is Peck & Peck, P.A., 5801 Pelican Bay Boulevard, Suite 103, Naples, Florida 34108.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Management of the Company. The Company shall be managed by its managers, in accordance with the Regulations adopted by all of the members. The name and address of the Manager, who is a member and the only two members of the Company are:

Kimberly A. Casciero
531 105th Avenue North
Naples, Florida 34108
(Sole Manager, Member)

Nancy Spence Casciero
870 Meadowland Drive, Unit F
Naples, Florida 34108
(Member)

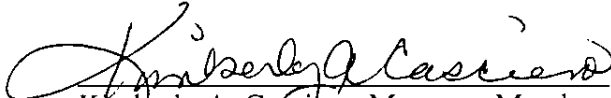
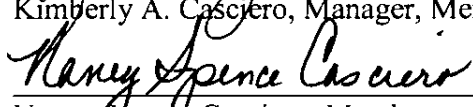
8. Voting. The Company is authorized to issue membership interests with voting rights and membership interests without voting rights.

9. Certificated Interests. The members' interests in the Company may be evidenced by certificates.

10. Members' Rights. Pursuant to Section 608.4235 of the Florida Statutes, no member of the Company other than the managers shall be an agent of the Company solely by virtue of being a member, and no member other than the managers shall have authority to incur debt or contractual liability on behalf of the company solely by virtue of being a member. Any

Operating Agreement of the company as defined in Section 608.402(24) of the Florida Statutes must be in writing and signed by the initial members.

The undersigned Manager and Members freely executed these Articles of Organization effective as of the 21st day of July, 2009, affirming under penalties of perjury that the facts herein are true.


Kimberly A. Casciero, Manager, Member

Nancy Spence Casciero, Member

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 that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Steven J. Adamczyk, Esq., Registered Agent

Dated: July 21st, 2009

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