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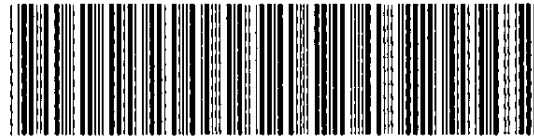
(Business Entity Name)

(Document Number)

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B. KOHR

AUG 12 2009

EXAMINER

# LAZARUS

## CORPORATE FILING SERVICE

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### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. American Pro Kitchens, L.L.C.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in       Pick up time 2:00       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

#### NEW FILINGS

- Profit  
 Not for Profit  
 Limited Liability  
 Domestication  
 Other

#### AMENDMENTS

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

#### OTHER FILINGS

- Annual Report  
 Fictitious Name

#### REGISTRATION/QUALIFICATION

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
AMERICAN PRO KITCHENS, L.L.C.**

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TALLAHASSEE, FLORIDA

The undersigned, as a member or an authorized representative of a member of the Company pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida Limited Liability Company named: AMERICAN PRO KITCHENS, L.L.C.

**ARTICLE I.**

**NAME**

The name of the Limited Liability Company shall be  
**AMERICAN PRO KITCHENS, L.L.C.**

**ARTICLE II.**

**ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company shall be 1200 Stirling Rd. Unit. 4A, Dania Beach, Fl. 33004.

**ARTICLE III.**

**DURATION**

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

**ARTICLE IV.**

**PURPOSE OF ORGANIZATION**

The Limited Liability Company is organized for the purpose of engaging in any and all other acts or purposes permitted under Section 608.404 of the Florida Statutes 1993, as amended from time to time, and for any and all other applicable or governing laws of the State Of Florida, except as any of the foregoing acts and/or purposes may be otherwise barred or restricted by laws.

**ARTICLE V.**

**MANAGEMENT**

This Limited Liability Company shall be managed by Three Managing Members and the name and address of the Managing Members are:

RAFAEL E. BAQUERO GUERRA

at 1200 Stirling Rd. Unit. 4A, Dania Beach, Fl. 33004.

SOUF ZAMOSCINSKI

at 1200 Stirling Rd. Unit. 4A, Dania Beach, Fl. 33004.

HADAR S. WIGELMAN

at 1200 Stirling Rd. Unit. 4A, Dania Beach, Fl. 33004.

**ARTICLE VI.**

**ADMISSION OF NEW MEMBERS**

Unless otherwise herein specified, no new Members shall be admitted to the Limited Liability Company during the period of its existence. New Members may be admitted pursuant to a vote of not less than 100% of the total existing ownership interest each Member has in the Limited Liability Company. No individual Member and/or managing Member of the Limited Liability Company shall ever have the power to terminate or grant membership to any person.

**ARTICLE VII.**

**CONTINUATION AFTER INVOLUNTARY TERMINATION**

In the event of termination of the Limited Company due to death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or any other event which involuntarily terminates the Limited Liability Company, then in that event, the remaining and/or surviving Members shall be fully entitled to continue the business of the Limited Liability Company provided that 100% of the ownership interest then remaining shall have to do so in writing.



RAFAEL E. BAQUERO GUERRA  
MANAGING MEMBER

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Limited Liability Company is:

AMERICAN PRO KITCHENS, L.L.C.  
1200 Stirling Rd. Unit. 4A  
Dania Beach, Fl. 33004

2. The name and address of the registered agent and office is:

Rafael E. Baquero Guerra  
Name

1200 Stirling Rd. Unit. 4A  
(P.O. Box or Mail Drop NOT acceptable)

Dania Beach, FL. 33004  
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation 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.



SIGNATURE

DATE 08/10/2009

RAFAEL E. BAQUERO GUERRA