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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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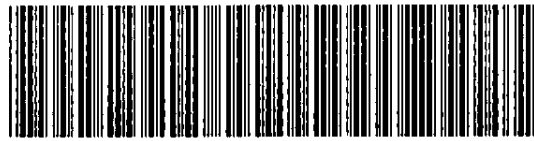
(Business Entity Name)

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EFFECTIVE DATE

12/9/09

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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DEC 14 2009

EXAMINER

PADEREWSKI, DANNHEISSER & FLAHERTY, P.A.

ATTORNEYS AT LAW

ALEXANDER G. PADEREWSKI  
B. V. DANNHEISSER, III  
MARK T. FLAHERTY

1834 MAIN STREET  
SARASOTA, FLORIDA 34236  
(941) 365-7600  
FAX (941) 366-6324

PERSONAL INJURY & WRONGFUL DEATH  
WORKERS' COMPENSATION  
FAMILY LAW  
CRIMINAL LAW  
GENERAL PRACTICE

December 9, 2009

FILED  
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**VIA FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

EFFECTIVE DATE 12/9/09

RE: BAGHERIA PIZZA, LLC

To Whom it May Concern:

Enclosed please find the original, plus one copy of Articles of Organization of BAGHERIA PIZZA, LLC and original Certificate and Acknowledgment of Registered Agent. Also enclosed is my check in the amount of \$155.00 representing the following:

Corporate filing fee	\$100.00
Registered Agent Designation	\$ 25.00
Certified Copies of Record	<u>\$ 30.00</u>
Total:	\$155.00

Please register said limited liability company and return proof of registration to me at the above address. Thank you for your prompt attention to this matter.

Very truly yours,



MARK T. FLAHERTY

MTF/as  
Enclosure

EFFECTIVE DATE 12/9/04

**ARTICLES OF ORGANIZATION  
OF  
BAGHERIA PIZZA, LLC.**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 10 AM 10:59

**ARTICLE I - NAME**

The name of the Florida limited liability company shall be BAGHERIA PIZZA, LLC.

**ARTICLE II - DURATION**

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's regulations or these Articles of Organization.

**ARTICLE III - ADDRESS**

The mailing address and the street address of the principal office of the company is 1902 Bay Road, Sarasota Florida, 34239.

**ARTICLE IV - REGISTERED AGENT**

The name and address of the registered agent of the Company is:

Mark T. Flaherty  
1834 Main Street  
Sarasota, Florida 34236

**ARTICLE V - PERCENTAGE INTEREST; MEMBERSHIP CERTIFICATE**

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a membership

Certificate issued by the Company.

#### **ARTICLE VI - DISSOLUTION**

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

#### **ARTICLE VII - TRANSFERABILITY OF MEMBER'S INTEREST**

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

#### **ARTICLE VIII - MANAGEMENT**

The management of the Company is reserved to the members. The name and address of each member is:

1. Salvatore Dentici  
1902 Bay Road  
Sarasota, FL 34239

#### **ARTICLE IX - PURPOSE OF THE COMPANY**

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

ARTICLE X - COMPANY EXISTENCE

The Company's existence shall begin effective as of December 9<sup>th</sup>, 2009.

Salvatore Dentici

SALVATORE DENTICI

Date: December 9<sup>th</sup>, 2009

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

**OF**

**BAGHERIA PIZZA, LLC.**

**REGISTERED AGENT/OFFICE**

Mark T. Flaherty, Esquire  
1834 Main Street  
Sarasota, Florida 34236

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligation of the registered agent position.



\_\_\_\_\_  
MARK T. FLAHERTY, Resident Agent

Date: December , 2009.