

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L09000122518
FILED 8:00 AM
December 28, 2009
Sec. Of State
btadlock

Article I

The name of the Limited Liability Company is:

XS CAFE LLC

Article II

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

1120 COLLINS AVENUE
C/O NASH HOTEL
MIAMI BEACH, FL. 33139

The mailing address of the Limited Liability Company is:

1120 COLLINS AVENUE
C/O NASH HOTEL
MIAMI BEACH, FL. 33139

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

FLORIDA CORPORATE REGISTERED AGENTS, LLC
7200 NW 19 ST
STE 301
MIAMI, FL. 33126

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.

Registered Agent Signature: EDUARDO GONZALEZ

Article V

The name and address of managing members/managers are:

Title: MGRM
PATRIZIO D COZZI
777 BRICKELL AVE SUITE 1150
MIAMI, FL. 33131

Title: MGR
VALENTINO MACCARINI
777 BRICKELL AVE SUITE 1150
MIAMI, FL. 33131

Title: MGRM
GIANFRANCO ROCCHI
777 BRICKELL AVE SUITE 1150
MIAMI, FL. 33131

Article VI

The effective date for this Limited Liability Company shall be:

12/28/2009

Signature of member or an authorized representative of a member

Signature: PATRIZIO COZZI

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