

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

L10000036658
FILED 8:00 AM
April 05, 2010
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

ERALDO & CARLO LLC

Article II

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

50 BISCAYNE
2807
MIAMI, FL. 33132

The mailing address of the Limited Liability Company is:

50 BISCAYNE
2807
MIAMI, FL. 33132

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:

EMANUELE TOSOLINI
350 FIFTH AVENUE
59TH FL
NEW YORK, FL. 10018

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: EMANUELE TOSOLINI, ESQ.

Article V

The name and address of managing members/managers are:

Title: MGR
FRANCESCO BARBERIS
350 FIFTH AVENUE 59TH FL
NEW YORK, NY. 10018

Title: MGRM
GIOVANNA TORNATA
350 FIFTH AVENUE 59TH FL
NEW YORK, NY. 10018

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Article VI

The effective date for this Limited Liability Company shall be:

04/05/2010

Signature of member or an authorized representative of a member

Signature: EMANUELE TOSOLINI ESQ.