

L1000095114

Florida Department of State
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Account Number : I20130000065
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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
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June 4, 2014

FLORIDA DEPARTMENT OF STATE
Division of Corporations

MIAMI SNACKS AND BEVERAGES, LLC
130 SW 23 ROAD
MIAMI, FL 33129

SUBJECT: MIAMI SNACKS AND BEVERAGES, LLC
REF: L10000095114

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Deborah Bruce
Regulatory Specialist II

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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: MIAMI SNACKS AND BEVERAGES, LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.
Please return all correspondence concerning this matter to the following:

Deborah R. Mayo, Esq.
Name of Person
South Florida Corporate Counsel
Firm/Company
4000 Ponce de Leon Blvd., Ste. 470
Address
Coral Gables, FL 33146
City/State and Zip Code
dmayo@deborahmayolaw.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Deborah R. Mayo, Esq. at **(305) 343-0597**
Name of Person Area Code Daytime Telephone Number

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SECRETARY OF STATE

Enclosed is a check for the following amount:

- \$25.00 Filing Fee
- \$30.00 Filing Fee & Certificate of Status
- \$55.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
MIAMI SNACKS AND BEVERAGES, LLC**

Pursuant to the provisions of Sections 605.0202 and 605.0203 of the Florida Revised Limited Liability Company Act (the "Act"), MIAMI SNACKS AND BEVERAGES, LLC whose original Articles of Organization were filed with the Florida Department of State on September 10, 2010 and assigned Document No. L10000095114, hereby adopts the Amended and Restated Articles of Organization set forth below which have been duly executed and are being filed in accordance with and in the manner prescribed by Sections 605.0202 and 605.0203 of the Act.

ARTICLE I

The name of this limited liability company is:

MIAMI SNACKS AND BEVERAGES, LLC
(the "Company").

ARTICLE II

The duration of the Company shall be perpetual unless or until sooner terminated in accordance with the provisions of the Company's Amended and Restated Operating Agreement as amended from time-to-time.

ARTICLE III

The principal office and mailing address of the Company is as follows:

130 S.W. 23rd Road
Miami, FL 33129

ARTICLE IV

The Registered Agent of the Company and its street address in the State of Florida are as follows:

Binstock Rubin Adler Aldecoa & Ellzey
9100 S. Dadeland Blvd., Suite 1600
Miami, FL 33156

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ARTICLE V

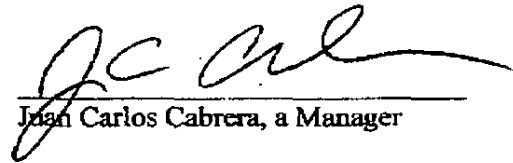
The Company is managed by its managers who, collectively, shall comprise the Company's Board of Managers. Each manager shall serve at the will of the member by whom such manager was designated. The current managers of the Company are:

Juan Carlos Cabrera
Klever D. Rosales

ARTICLE VI

The Company has elected pursuant to Chapter 605.1108(1)(b) of the Act to be governed by the Act effective January 1, 2014.

IN WITNESS THEREOF, the undersigned has executed these Amended and Restated Articles of Organization this 3rd day of June, 2014.



Juan Carlos Cabrera, a Manager

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CORPORATION

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Amended and Restated Articles of Organization as registered agent and to accept service of process for MIAMI SNACKS AND BEVERAGES, LLC and for no other limited liability company, hereby agrees that it (i) accepts such appointment as registered agent and agrees to act in this capacity and (ii) is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company as provided for in Chapter 605, F.S.

Dated: as of June 2, 2014

Binstock, Rubin, Adler, Aldecoa & Ellzey P.A.,
a Florida professional association,
as Registered Agent

By: *[Signature]* CPA
Print Name: B. BOWLING
Title: SHAREHOLDER/DIRECTOR

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