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Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 617-6383

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
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Email Address: \_\_\_\_\_

FLORIDA LIMITED LIABILITY CO.  
S M A DISTRIBUTORS, L.L.C.

Certificate of Status	0
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3/7/2011

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**ARTICLES OF ORGANIZATION  
OF  
S M A DISTRIBUTORS, L.L.C.**

The Undersigned, being a member, desiring to form a Limited Liability Company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization.

**ARTICLE I**

**NAME**

The name of this limited liability company is S M A Distributors L.L.C. (the "Company")

**ARTICLE II**

**ADDRESS**

The mailing address and the street address of the principal office of the limited liability company shall be:  
2103 Coral Way, Suite 306  
Miami, FL 33145

**ARTICLE III**

**REGISTERED AGENT AND NOTICE**

The Company designates 2103 Coral Way, Suite 306 FL 33145 as the street address of the initial registered office of the Company and name Fernando R. Rodriguez as the Company's initial registered agent at that address to accept service of process within this state.

This Instrument Prepared by:  
Fernando R. Rodriguez  
2103 Coral Way, Suite 306  
Miami, FL 33145  
305-856-1794

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## **ARTICLE IV**

### **MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least two (2) Managers. The Managers shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Managers, who shall serve in such capacity until their successor(s) are duly elected and qualified, shall be:

**Susana Arenas Shortt**

**Adriana Arenas Shortt**

**Maria Alexandra Anania Zubillaga**

## **ARTICLE V**

### **DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Article of Organization with the Secretary of State, and shall continue perpetually, unless terminated (i) in accordance with the Company's Operating Agreement, or (ii) by the written agreement of a majority of ownership interest.

## **ARTICLE VI**

### **PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

## **ARTICLE VII**

### **ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of a majority of the ownership interest of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

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## ARTICLE VIII

### OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

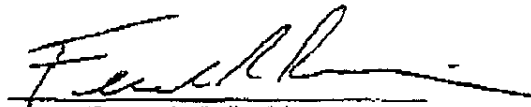
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 2<sup>ND</sup> day of March, 2011.



Susana Arenas Shortt  
Member

### ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Il Gatto E La Volpe, LLC., to accept service of process at the place designated in these Article of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 2<sup>nd</sup> day of March, 2011.



Fernando R. Rodriguez

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