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FLORIDA LIMITED LIABILITY CO.  
MARLYS CAFE LLC

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MAY 17 2011

EXAMINER

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**ARTICLES OF ORGANIZATION**

**OF**

**MARLYS CAFE LLC**

*These Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 13<sup>th</sup> day of May, 2011.*

**ARTICLE I**

Name: The name of the limited liability company is:

**MARLYS CAFE LLC**

**ARTICLE II**

Duration: The company shall be perpetual from the date hereof, unless earlier terminated in accordance with Florida Statutes Chapter 608.

**ARTICLE III**

Address: The address of the company principal office and mailing address shall be:

**7611 HARDING AVENUE #1  
MIAMI BEACH, FL 33141**

**ARTICLE IV**

Register Agent and Address: The name and address of the initial register agent is:

**OTILIO A. BACALLAO  
7611 HARDING AVENUE #1  
MIAMI BEACH, FL 33141**

**ARTICLE V**

New Members: The members may admit new members upon agreement of the members upon terms determined hereafter by the members.

**ARTICLE VI**

Continuation: Upon occurrence of an event listed in Florida Statute 608.407 (1) (f), the then existing and/or non-bankrupt members may continue the business of the company, if all agree to do so.

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**ARTICLE VII**

**Management:** The company shall be managed by its designated managers until the first annual meeting of the members or until a successor is elected and qualifies. The designated managers' name and address are as follows:

OTILIO A. BACALLAO  
MARLENE BACALLAO

7611 HARDING AVENUE #1, MIAMI BEACH, FL 33141  
7611 HARDING AVENUE #1, MIAMI BEACH, FL 33141

**ARTICLE VIII**

**Powers:** This company shall have powers listed in Florida Statute 608.404.

**ARTICLE IX**

**Transferability:** No member may transfer his, her or its interest in the company without the consent of the other members.

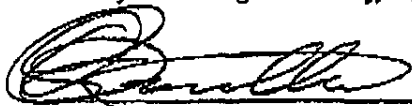
**ARTICLE X**

**Regulations:** The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.

**ARTICLE XI**

**Arbitration:** Dispute among members shall be settled by arbitration in Miami, Florida, pursuant to the rules and procedures of the American Arbitration Association.

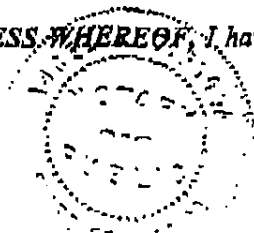
The undersigned, being the initial subscriber of these Articles of Organization, for the purpose of forming a limited liability company, do make, subscribe, acknowledge, and file these Articles of Organization hereby declaring and certifying that the articles herein stated are correct.



OTILIO A. BACALLAO

I HEREBY CERTIFY on this day before me, appeared OTILIO A. BACALLAO who did take an oath and acknowledged that he executed these Articles of Organization for the purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 13<sup>th</sup> day of May, 2011.



ANGEL D. CORDOVA  
NOTARY PUBLIC, State of Florida

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

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA**

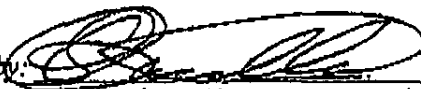
1. The name of the limited liability company is:  
**MARLYS CAFE LLC**
2. The name and address of the registered agent and office is:

**OTILIO A. BACALLAO  
7611 HARDING AVENUE #1  
MIAMI BEACH, FL 33141**

*Having been named as registered agent and to accept services 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.*

*Dated as of this 13<sup>th</sup> day of May, 2011.*

Signed by:



**OTILIO A. BACALLAO  
REGISTERED AGENT**

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