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Florida Department of State
Division of Corporations
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To: Division of Corporations
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Lupo Florida LLC

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TALLAHASSEE, FLORIDA

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D. BRUCE

OCT 24 2012

EXAMINER



October 23, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations
CORPORATE CREATIONS INTERNATIONAL

SUBJECT: FOXWORTH, LLC
REF: W12000053791

*Neysa,
Please keep the
original submission
date.
Thank you!
Kristine*

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

You did not send the Written Consent to Adopt Alternate Name for use in Florida. Write the alternate name of Certificate of Designation form.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Neysa Culligan
Regulatory Specialist II

FAX Aud. #: E12000253707
Letter Number: 312A00025865

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
LUPO FLORIDA LLC**

The undersigned, being the manager, 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 the limited liability company is *LUPO FLORIDA LLC* (the "Company").

ARTICLE II

ADDRESS

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

1680 S.W. 18th Street
Miami, Florida 33145

ARTICLE III

REGISTERED AGENT AND OFFICE

The Company designates 1000 Brickell Avenue, Suite 400, Miami, Florida 33131 as the street address of the initial registered office of the Company and names Corporate Maintenance Services, LLC, a Florida company as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV

MANAGEMENT

The Company shall be conducted, carried on, and managed by at least one (1) Manager. The Manager shall also have the rights and responsibilities described in the Operating Agreement of the Company. The Manager, who shall serve in such capacity until its successor is duly elected and qualified, shall be:

Miramar Traders S.A., a British Virgin Islands company

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V

DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles 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 MANAGERS

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

ARTICLE VIII

OPERATING AGREEMENT

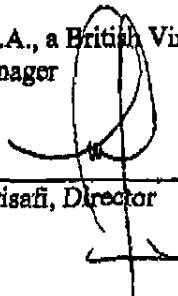
The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 22nd day of October, 2012.

Miramar Traders S.A., a British Virgin Islands
company, Sole Manager

By: _____

Federico Crisafi, Director



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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for **LUPO FLORIDA LLC**, to accept service of process at the place designated in these Articles 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 22nd day of October, 2012.

CORPORATE MAINTENANCE SERVICES, LLC

By: _____


Nicholas Stanhard, Manager

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TALLAHASSEE, FLORIDA

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