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

From: Account Name : ARAZOZA & FERNANDEZ-FRAGA P.A.
Account Number : 076624003440
Phone : (305)444-6226
Fax Number : (305)442-4829

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**FLORIDA LIMITED LIABILITY CO.
PANAREA MIDTOWN STORE, LLC**

Certificate of Status	0
Certified Copy	0
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~~B. KOHN~~

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EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
PANAREA MIDTOWN STORE, LLC

The undersigned members to these Articles of Organization hereby associate themselves together to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I
NAME

The name of this Limited Liability Company is: PANAREA MIDTOWN STORE, LLC

ARTICLE II
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
TERM OF EXISTENCE

This Limited Liability Company is to exist perpetually. The Limited Liability Company's business will continue without regard to the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

ARTICLE IV

The principal office of this Limited Liability Company in the State of Florida is: 7762 NW 46th Street, Miami, FL 33166. The mailing address of this Limited Liability Company in the State of Florida is: PMB# 119, 15751 Sheridan Street, Fort Lauderdale, FL 33331. The Board of Managers may from time to time move the principal office to another address in Florida.

ARTICLE V
REGISTERED OFFICE, REGISTERED AGENT

That PANAREA MIDTOWN STORE, LLC, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at the County of Miami-Dade, State of Florida, hereby designates ARAZOZA & FERNANDEZ-FRAGA, P.A., as its Registered Agent, to accept services within the State. The

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registered office of the corporation shall be 2100 SALZEDO STREET, SUITE 300, CORAL GABLES, FL 33134.

**ARTICLE VI
MANAGEMENT**

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company. The initial Managers shall be:

Domingo Spadaro Sfameni of
7762 NW 46th Street, Miami, FL 33166

Antonio Spadaro Sfameni of
7762 NW 46th Street, Miami, FL 33166

Angelina Spadaro Sfameni of
7762 NW 46th Street, Miami, FL 33166

Raffaella Malanga of
1341 Majesty Terrace, Weston, FL 33327

WITNESS the hand and seal of the Authorized Representative in Coral Gables, Florida, the 13th day of December, 2012.

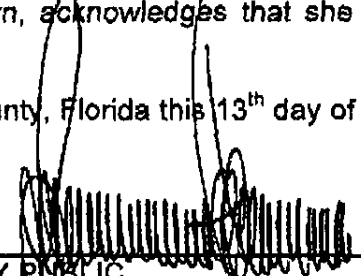

Adelaida Fernandez-Fraga
Authorized Person

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

PERSONALLY appeared before me, Adelaida Fernandez-Fraga, who is personally known to me, who being by me first duly sworn, acknowledges that she signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami-Dade County, Florida this 13th day of December, 2012.




NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My commission expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST: That PANAREA MIDTOWN STORE, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the County of Miami-Dade, State of Florida, has named ARAZOZA & FERNANDEZ-FRAGA P.A. as its Agent, of 2100 Salzedo Street, Suite 300, Coral Gables, FL 33134, to accept service of process within Florida.

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

The Registered Agent

Arazoza & Fernandez-Fraga P.A

By: 

Adelaida Fernandez-Fraga
Director

Date: December 13, 2012