

L14000003524

(Requestor's Name)

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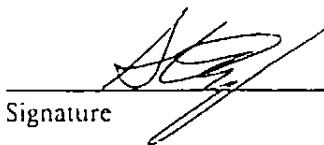
CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

NATURAL CRAVINGS PET TREATS LLC

Please Debit FCA000000003 For: 55

Thank you Seth Neeley


Signature

Requested by:

Name _____ Date _____ Time _____

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____ Courier _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NATURAL CRAVINGS PET TREATS L.L.C

Dear Sir or Madam:

The enclosed Statement of Authority and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Arturo J. Aballi
AMKE Registered Agents, L.L.C.
1 SE 3rd Avenue, Suite 2250
Miami, Florida 33131
Email: cfernandez@aballi.com

For further information concerning this matter, please call:

Arturo J. Aballi
305-373-6600

Mailing Address:
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Street Address:
Registration Section
Divisions of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

STATEMENT OF AUTHORITY

IVAN E. ORLIC TICERAN as General Manager of NATURAL CRAVINGS PET TREATS LLC whose power and authority as Manager is not limited in any way whatsoever submits the following Statement of Authority pursuant to section 605.0302(1), Florida Statutes, on behalf of the limited liability company:

FIRST: The name of the limited liability company is: NATURAL CRAVINGS PET TREATS LLC.

SECOND: The Florida Document Number of the limited liability company is: L14000003524

THIRD: The street address of the limited liability company's principal office is:

1100 NW 7th Street
Homestead, FL 33030

The mailing address of the limited liability company is:

1 SE 3rd Avenue, Suite 2250
Miami, Florida 33131

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FOURTH: This statement of authority grants or sets limitations of authority on the following persons having the status or position of agents of the aforementioned company:

- A. IVAN E. ORLIC TICERAN is the General Manager of the Company with complete, unfettered authority to bind the Company. The power and authority of the General Manager of the Company is not limited in any way whatsoever.
- B. PIER MASSIMO VISANI MONDUCCI is an Officer of the Company, whose title is Delegate General Manager. PIER MASSIMO VISANI MONDUCCI as Delegate General Manager is granted complete, unfettered authority to bind the Company in the same capacity as the General Manager.
- C. None of PATRICK V. CAPREZ, LUCY CAPREZ, LORENZO M. PETROZZI, nor FRANCISCO J. ASTORNE shall take the following actions without the consent and approval of the General Manager or Delegate General Manager:
 - (a) amend, modify, or waive any of the provisions of the Articles of Organization;
 - (b) change the name, principal office or registered agent of the Company;
 - (c) issue additional Membership Interests or any other Equity Securities or, except in connection with a Transfer of Membership Interests that complies with

the applicable provisions of Article IX and Section 4.01(b) of the Company's Operating Agreement, admit additional Members to the Company;

(d) incur any indebtedness (other than an account payable for the purchase of inventory up to \$100,000), pledge, or grant Liens on any assets or guarantee, assume, endorse, or otherwise become responsible for the obligations of any other Person in excess of \$20,000 in a single transaction or series of related transactions;

(e) make any loan, advance, or capital contribution to any Person;

(f) appoint or remove the Company's independent certified public accountant or make any changes in the accounting methods or policies of the Company (other than as required by GAAP);

(g) engage whether verbally or through a written agreement, a business consultant or financial adviser;

(h) enter into, amend, waive, or terminate any Related Party Agreement;

(i) enter into or effect any transaction or series of related transactions involving the purchase, lease, license, exchange, or other acquisition (including by merger, consolidation, interest exchange, acquisition of shares, or acquisition of assets) by the Company of any assets or equity interests of any Person, other than in the ordinary course of business consistent with past practice, provided, that any merger or interest exchange in which any Member retains interest holder liability for the debts, obligations, and other liabilities that arise after the merger or interest exchange becomes effective, shall also require the written consent of such Member;

(j) enter into or effect any transaction or series of related transactions involving the sale, lease, license, exchange, or other disposition (including by merger, consolidation, interest exchange, sale of shares, or sale of assets) by the Company of any assets, other than sales of inventory in the ordinary course of business consistent with past practice, provided, that any interest exchange in which any Member retains interest holder liability for the debts, obligations, and other liabilities that arise after the interest exchange becomes effective, shall also require the written consent of such Member;

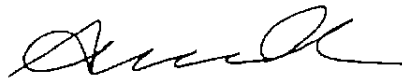
(k) establish a subsidiary or enter into any joint venture or similar business arrangement;

(l) engage legal counsel for the Company corporate, tax or other matters and on his own or through an attorney at law on behalf of the Company to commence, defend, continue or settle any lawsuit, action, dispute, or other proceeding or otherwise assume any liability or agree to the provision of any equitable relief by the Company;

(m) convert the Company into another type of business entity, provided, that any conversion in which any Member retains interest holder liability for the debts,

obligations, and other liabilities that arise after the interest exchange becomes effective, shall also require the written consent of such Member;

- (n) change the name of the Company;
- (o) initiate or consummate a private placement or an Initial Public Offering, Qualified Public Offering, or any other public offering and sale of the Membership Interests, Equity Securities, or any other securities;
- (p) enter into any employment agreement on behalf of the Company with any person;
- (q) make any investment in or with any person on behalf of the Company; or
- (r) increase or decrease the number of Managers.



IVAN E. ORLIC TICERAN, General Manager

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