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Tutto Tondo Holding LLC

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Help

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# ARTICLES OF ORGANIZATION

H. Frank Harry Tour

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SECRETARY OF STATE TALLAHASSEE FLORIDA

# Article I. Name

The name of this Florida limited liability company is: Tutto Tondo Holding LLC

### Article II. Address

The street address of the Company's initial principal office is: Tutto Tondo Holding LLC 4451 NW 74th Avc Miami FL 33166

The mailing address of the Company's initial principal office is: Tutto Tondo Holding LLC 4451 NW 74th Ave Miami FL 33166

# Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410

#### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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#### Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

# Article VI. Management

This will be a member-managed company. The name and address of each member is:

Federico Brambilla 4451 NW 74th Ave Miami FL 33166

Paolo Lasco 4451 NW 74th Ave Miami FL 33166

Giuditta Pezzotta 4451 NW 74th Ave Miami FL 33166

#### Article VII. Company Existence

The Company's existence shall begin effective as of April 20, 2016.

The undersigned authorized representative of a member executed these Articles of Organization on 2/20/2016.

MARCUMLLP

by Tim Pratts as Attorney-in-Fact

Marcum LLP 450 East Las Olas Boulevard 9th Floor Fort Lauderdale FL 33301 H16000098039

# STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: Tutto Tondo Holding LLC

# REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 11380 Prosperity Farms Road #221E Palm Beach Gardens FL 33410 UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. Familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Tim Pratts, Special Secretary

Date: April 20, 2016.

Marcum LLP 450 East Las Olas Boulevard 9th Floor Fort Lauderdale FL 33301