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6/21/20

Filing No.

Division of Corporations

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Florida Department of State
Division of Corporations
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Email Address: _____

FLORIDA LIMITED LIABILITY CO.
PALERMO HEALTHY FOODS, LLC

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 05 |
| Estimated Charge | \$155.00 |

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FAX No.

P. 002

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Limited Liability Company, and Effective day is:

PALERMO HEALTHY FOODS, LLC

*(Must end with the words "Limited Liability Company," "Limited Company" or their abbreviation
"LLC," or "L.C.,")*

ARTICLE II

*The mailing address and street address of the principal office of the Limited Liability
Company is:*

Principal Office Address
200 S.E. 1ST STREET SUITE 604
MIAMI, FL 33131

Mailing Address
200 S.E. 1ST STREET SUITE 604
MIAMI, FL 33131

ARTICLE III

Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

R&P ACCOUNTING & TAXES, INC

Name

200 SE 1ST STREET, SUITE #604

Florida Street address (P.O. Box NOT acceptable)

MIAMI, FL 33131

FL City, State, and Zip

Having been named as registered agent and to accept service 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 as provided for in Chapter 605, F.S

X

Registered Agent's Signature (REQUIRED)

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CLERK OF DISTRICT COURT
JANUARY 1, 2016

ARTICLE IV

MGR=Manager(s) or AMBR= AUTHORIZED Member(s): The name and address of each Person authorized to manage and control the Limited Liability Company:

Title:

| | | |
|---|----------------|----------------|
| GONZALO GUILLERMO RUBINO 2100 WEST 76 ST 205 HIALEAH, FL 33016 | MANAGER | 50.01 % |
|---|----------------|----------------|

| | | |
|--|----------------|------------|
| 42 RUNNING CORP 200 S.E. 1 ST STREET SUITE 604 MIAMI, FL 33131 | MANAGER | 35% |
|--|----------------|------------|

| | | |
|--|----------------|------------|
| SANTIAGO L. MOISES TRUJILLO 200 S.E. 1 ST STREET SUITE 604 MIAMI, FL 33131 | MANAGER | 7 % |
|--|----------------|------------|

| | | |
|--|----------------|-----------|
| MARCOS CALISE 200 S.E. 1 ST STREET SUITE 604 MIAMI, FL 33131 | MANAGER | 7% |
|--|----------------|-----------|

ARTICLE V

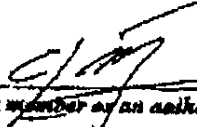
Effective date, if other than the date of filing (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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REQUIRED: SIGNATURE

X 
Signature of a member or an authorized representative of a member.

(In accordance with section 605.0203(1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

GONZALO GUILLERMO RUBINO
Typed or printed name of signer