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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
COSTIERA AMALFITANA HOLDINGS, LLC

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MAY 11 2023
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AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
COSTIERA AMALFITANA HOLDINGS, LLC

ARTICLE I –Original Date of Filing

Costiera Amalfitana Holdings, LLC was established on March 17, 2023 in accordance with the Articles of Organization filed with the Florida Secretary of State and was assigned Florida Document Number L23000137985.

ARTICLE II –Address

The mailing address and street address of the principal office of the Limited Liability Company is 5000 Island Estates Drive, #1101S, Aventura, Florida 33160.

ARTICLE III – Registered Agent

The Florida street address of the Company's registered agent is 1100 Park Central Boulevard South, Suite 3300, Pompano Beach, Florida 33064 and the name of its agent at such office is Sauris Lugo.

ARTICLE IV Manager Managed

The Company shall be managed by its manager and is therefore a manager-managed company. The Florida street address of the Company's initial manager is 1100 Park Central Boulevard South, Suite 3300, Pompano Beach, Florida 33064, and the name of its initial manager at such office is Jhonny Mercado.

ARTICLE V- Duration

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company's Operating Agreement or Florida law.

ARTICLE VI - Purpose

The purpose of this Company is limited to owning, operating, and developing, directly or indirectly, Taco Bell, KFC, Pizza Hut and The Habit Burger Grill branded foodservice operations, and other branded concepts expressly approved in writing by location by YUM! Brands, Inc., or one of its subsidiaries.

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ARTICLE VII – Transfer Restriction

Any issuance or transfer of interest in the Company is subject to the prior written consent of Taco Bell Franchisor, LLC.

ARTICLE VIII – Amendment of Articles of Organization

No amendment or modification to these Articles of Organization shall be valid without the prior written consent of Taco Bell Franchisor, LLC.

ARTICLE IX –Amendment and Restatement

These Amended and Restated Articles of Organization have been duly authorized and directed by an affirmative vote of the sole Member of the Company, on [____], 2023 which Member's consent was sufficient for the approval of the Amended and Restated Articles of Organization. Such Amended and Restated Articles of Organization supersede the original Articles of Organization of the Company.

IN WITNESS WHEREOF, these Amended and Restated Articles of Organization have been signed by the Manager and sole Member of the Company this ____ day of May, 2023, and the Manager and sole Member affirm that the statements made herein are true under the penalties of perjury.

COMPANY:

**COSTIERA AMALFITANA
HOLDINGS, LLC**

By: 
Name: Jhonny Mercado
Title: Manager

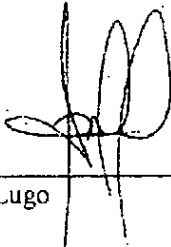
SOLE MEMBER:


Jhonny Mercado

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, Sauris Lugo, having been named as Registered Agent and to accept service of process for Costiera Amalfitana Holdings, LLC, at the place designated in these Amended and Restated Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. He further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and it is familiar with and accept the obligations of its position as registered agent as provided for in Chapter 605, F.S.

Dated this ____ day of May, 2023.



Sauris Lugo