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**FLORIDA LIMITED LIABILITY CO.  
SUSHI SAKE LAUDERDALE BY THE SEA, LLC**

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## ARTICLES OF ORGANIZATION

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TALLAHASSEE, FLORIDA

### Article I. Name

The name of this Florida limited liability company is:  
SUSHI SAKE LAUDERDALE BY THE SEA, LLC

### Article II. Address

The street address of the Company's initial principal office is:  
SUSHI SAKE LAUDERDALE BY THE SEA, LLC  
4350 North Ocean Blvd  
Lauderdale-By-The Sea FL 33308

The mailing address of the Company's initial principal office is:  
SUSHI SAKE LAUDERDALE BY THE SEA, LLC  
7175 SW 47th Street, Suite 206  
Miami FL 33155

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
JAMES AGUAYO  
7175 SW 47th Street, Suite 206  
Miami FL 33155

### 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.

MARTIN LAW, P.A.  
Sunset Oaks Professional Building  
9240 Sunset Drive, Suite 109  
Miami FL 33173  
786-444-4366

#### 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:

AF SUSHI HOLDINGS LLC  
7175 SW 47th Street, Suite 206  
Miami FL 33155  
JAMES AGUAYO  
7175 SW 47th Street, Suite 206  
Miami FL 33155  
JUAN VALDES  
7175 SW 47th Street, Suite 206  
Miami FL 33155

#### Article VII. Company Existence

The Company's existence shall begin effective as of March 4, 2024.

The undersigned authorized representative of a member executed these Articles of Organization on 3/4/2024.

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MARTIN LAW, P.A.

By: Ariana Turoski, Attorney-in-Fact

MARTIN LAW, P.A.  
Sunset Oaks Professional Building  
9240 Sunset Drive, Suite 109  
Miami FL 33173  
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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

SUSHI SAKE LAUDERDALE BY THE SEA, LLC

REGISTERED AGENT/OFFICE:

JAMES AGUAYO

7175 SW 47th Street, Suite 206

Miami FL 33155

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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. I am familiar with and accept the obligations of the registered agent position.

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JAMES AGUAYO

By: Ariana Turoski, Attorney-in-Fact

Date: March 4, 2024.

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