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TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

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TALLAHASSEE, FL 32399

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DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: IL MONDO TRAINING AND SERVICE COMPANY, L.C.

FAX AUDIT NUMBER: H96000003776

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ARTICLES OF ORGANIZATION

OF

IL MONDO TRAINING AND SERVICE COMPANY, L.C.

ARTICLE I - NAME

The name of the Limited Liability Company is IL MONDO TRAINING AND SERVICE COMPANY, L.C.

ARTICLE II - DURATION

The period of duration for the Limited Liability Company shall be thirty (30) years subject to the rights of the beneficial owners to extend this term from time to time by unanimous vote.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 61 N. E. 3rd Avenue, Deerfield Beach, Broward County, Florida 33441.

ARTICLE IV - PURPOSE

This Limited Liability Company is organized for the purpose of transacting any and all lawful business authorized to Limited Liability Companies organized in the State of Florida.

ARTICLE V - MEMBER CERTIFICATES

This Limited Liability Company is authorized to issue Certificates of Beneficial Interest...

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Limited Liability Company is LAWRENCE PARISH and the street address of the initial registered office of this Limited Liability Company in the State of Florida is 61 N. E. 3rd Avenue, Deerfield Beach, Broward County, Florida 33441.

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ARTICLE VII - INITIAL CAPITAL CONTRIBUTION

The total initial capitalization of Il Mondo ^{TANNING AND SPAWNA} Enterprises, L.C. ^{company} is three thousand Dollars (\$ 3,000.00). Each initial member subscribes for one (1) Certificate at the agreed capital contribution amount. Each initial member's capital contribution is to be paid to the company in the sum of fifteen hundred Dollars (\$ 1,500.00).

ARTICLE VIII - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be that additional members may be admitted by a majority consent.

ARTICLE IX - MEMBERS RIGHT TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the limited liability company shall be that the continuation shall be subject to unanimous consent of the members.

ARTICLE X - MANAGEMENT OF THE COMPANY

The Limited Liability Company is to be managed by managers and the names and addresses of such managers who are to serve as managers are:

Larence Parish

61 N. E. 3rd Avenue
Deerfield Beach, Florida 33441

Francesco Crosio

6330 N. W. 38th Place
Harbor island, Coral Springs
Florida 33067

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ARTICLE XI - AMENDMENT

The members reserve the right to amend or repeal any provisions contained in these Articles of Organization or any amendment thereto. Any right conferred upon a member is subject to this reservation. The amendment shall be signed and sworn to by all members and an amendment adding a new member shall be signed also by the member to be added.

ARTICLE XII - REGULATIONS OF THE COMPANY

The power to adopt, alter, amend, or repeal the regulations of Il Mondo Enterprises, L.C. shall be vested in the members of the company. *TRAINING & SERVICE COMPANY*

ARTICLE XIII - RESTRICTION ON TRANSFER

No member may transfer or assign his interest in this Limited Liability Company except upon unanimous consent of existing members.

ARTICLE XIV - CAPITAL CONTRIBUTION REDUCTIONS OR WITHDRAWALS

Property or cash of this company may be utilized to pay a member who has demanded his contribution in the manner prescribed by and provided in the regulations of the company.

ARTICLE XV - INITIAL MEMBERS

The initial members and organizing members of Il Mondo Enterprises, L.C. are as follows:
TRAINING & SERVICE COMPANY

Lawrence Parish

61 N. E. 3rd Avenue
Deerfield Beach, Florida 33441

Francesco Crosio

6330 N. W. 38th Place
Harbor island, Coral Springs
Florida 33067

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IN WITNESS WHEREOF, the undersigned subscribing members have executed these Articles of Organization this the 30 day of JANUARY, 1996.

Lawrence Parish
LAWRENCE PARISH - MEMBER

Francesco Crosio
FRANCESCO CROSIO - MEMBER

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING INSTRUMENT was acknowledged before me this 30 day of JANUARY, 1996, by LAWRENCE PARISH and FRANCESCO CROSIO, who are personally known to me or who have produced as identification and who did take an oath.

Betty Yost
Notary Public

My Commission Expires:



BETTY YOST
MY COMMISSION EXPIRES
JUNE 8, 1996
ARMED WITH MY NOTARY PUBLIC SEAL

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CERTIFICATE OF DESIGNATION OF
IL MONDO TRAINING AND SERVICE COMPANY, L.C.'S
INITIAL REGISTERED OFFICE
AND NAME OF ITS INITIAL REGISTERED AGENT

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That IL MONDO TRAINING AND SERVICE COMPANY, L.C., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Organization for Florida Limited Liability Company at 61 N. E. 3rd Avenue, Deerfield Beach, Broward County, Florida 33441, has named LAWRENCE PARISH, located at 61 N. E. 3rd Avenue, Deerfield Beach, Broward County, Florida 33441, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated limited liability company, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: _____

Lawrence Parish
Resident Agent
LAWRENCE PARISH

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TALLAHASSEE, FLORIDA

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AFFIDAVIT PURSUANT TO SECTION 608.407(2), FLORIDA STATUTES

STATE OF FLORIDA)
COUNTY OF BROWARD)

THE UNDERSIGNED Affiant, LAWRENCE PARISH, having been placed under oath, does swear and affirm the following to be true this the 30 day of JANUARY, 1996, to-wit:

1. That the Limited Liability Company known as Il Mondo Training and Service Company, L.C. has two members.

2. That the actual amount of cash contributed by the members as of formation is \$ 3,000.00.

3. That the agreed value of property, other than cash actually contributed by the members as of formation, is none.

4. That the total amount of cash or property anticipated to be contributed by the members is \$ 3,000.00.

FURTHER AFFIANT SAYETH NOT.


LAWRENCE PARISH

THE FOREGOING INSTRUMENT was acknowledged before me this 30 day of JANUARY, 1996, by LAWRENCE PARISH, who is personally known to me and who has produced _____ as identification and who did take an oath.


Notary Public

My Commission Expires:



BETTY VOST
MY COMMISSION & CO. EXPIRES
JAN 2, 1998
ISSUED THROUGH THE STATE OF FLORIDA, INC.

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