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DOCUMENT TYPE: LIMITED LIABILITY COMPANY
NAME: ITALIAN FASHION DESIGN COMPANY, L.C.
FAX AUDIT NUMBER: H96000003774
DATE REQUESTED: 03/15/1996
CERTIFIED COPIES: 0
NUMBER OF PAGES: 7
ESTIMATED CHARGE: \$285.00
CURRENT STATUS: REQUESTED
TIME REQUESTED: 16:02:56
CERTIFICATE OF STATUS: 0
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add another member
Art. 5
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03/18/06 11:25 Fl. Dept. of State pl /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 18, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: ITALIAN FASHION DESIGN COMPANY, L.C.
REF: W96000005764

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

AFFIDAVIT MUST STATE LIMITED LIABILITY COMPANY HAS AT LEAST 2 MEMBERS, ALSO LIST THEIR NAMES IN ARTICLE X. PLEASE DELETE ARTICLE V FROM DOCUMENT PER CONVERSATION WITH MR. BEGGS.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

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Letter Number: 796A00012102

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

ITALIAN FASHION DESIGN COMPANY, L.C.

ARTICLE I - NAME

The name of the Limited Liability Company is ITALIAN FASHION DESIGN 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 6330 N. W. 38th Drive, Harbour Island, Coral Springs, Broward County, Florida 33067.

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 - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this Limited Liability Company is ANNA MARIA CROSIO, and the street address of the initial registered office of this Limited Liability Company in the State of Florida is 6330 N. W. 38th Drive, Harbour Island, Coral Springs, Broward County, Florida 33067.

William F. Beggs, Esquire
Beggs and Vecchio, Attorneys
PH-A, 2929 East Commercial Boulevard
Fort Lauderdale, Florida 33308
(305) 772-5132
Bar No. 154637

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ARTICLE VI - INITIAL CAPITAL CONTRIBUTION

The total initial capitalisation of Italian Fashion Design Company, L.C. is Five Hundred and No/100 Dollars (\$500.00). 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 Five Hundred and No/100 Dollars (\$500.00).

ARTICLE VII - 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 VIII - 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 IX - 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:

Anna Maria Crosio

6330 N. W. 38th Drive
Harbour Island
Coral Springs, Florida 33067

Ivano Crosio

6330 N. W. 38th Drive
Harbour Island
Coral Springs, Florida 33067

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ARTICLE X - AMENDMENTS

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 XI - REGULATIONS OF THE COMPANY

The power to adopt, alter, amend, or repeal the regulations of Italian Fashion Company, L.C. shall be vested in the members of the company.

ARTICLE XII - RESTRICTION ON TRANSFER

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

ARTICLE XIII - 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 XIV - INITIAL MEMBERS

The initial members and organizing members of Italian Fashion Design Company, L.C. are as follows:

Anna Maria Crosio

6330 N. W. 38th Drive
Harbour Island
Coral Springs, Florida 33067

Ivano Crosio

6330 N. W. 38th Drive
Harbour Island
Coral Springs, Florida 33067

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IN WITNESS WHEREOF, the undersigned subscribing members have executed these Articles of Organization this the 31st day of JANUARY, 1996.

Anna Maria Crosio
ANNA MARIA CROSIO - MEMBER

Ivano Crosio
IVANO CROSIO - MEMBER

STATE OF FLORIDA

COUNTY OF BROWARD

THE FOREGOING INSTRUMENT was acknowledged before me this 31st day of JANUARY, 1996, by ANNA MARIA CROSIO and IVANO 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 OFFICE
JUNE 2, 1998
10000 1000 1000 1000, INC.

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**CERTIFICATE OF DESIGNATION OF
ITALIAN FASHION DESIGN 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 ITALIAN FASHION DESIGN 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 6330 N. W. 38th Drive, Harbour Island, Coral Springs, Broward County, Florida 33067, has named ANNA MARIA CROSIO, located at 6330 N. W. 38th Drive, Harbour Island, Coral Springs, Broward County, Florida 33067, 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:

Anna Maria Crosio

Resident Agent
ANNA MARIA CROSIO

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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, ANNA MARIA CROSIO, having been placed under oath, does swear and affirm the following to be true this the 31st day of JANUARY, 1996, to-wit:

1. That the Limited Liability Company known as Italian Fashion Design Company, L.C. has two members.
2. That the actual amount of cash contributed by the member as of formation is \$500.00.
3. That the agreed value of property, other than cash actually contributed by the member as of formation, is none.
4. That the total amount of cash or property anticipated to be contributed by the member is \$500.00.

FURTHER AFFIANT SAYETH NOT.

Anna Maria Crosio
ANNA MARIA CROSIO

THE FOREGOING INSTRUMENT was acknowledged before me this 31st day of JANUARY, 1996, by ANNA MARIA CROSIO, who is personally known to me and who has produced _____ as identification and who did take an oath.

Betty Vost
Notary Public

My Commission Expires:



BETTY VOST
MY COMMISSION EXPIRES
JUNE 8, 1996
BRIDGE TRUST AND SERVICE, INC.

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CLERK OF STATE
TALLAHASSEE, FLORIDA