

L97000001328



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 610226 90647A

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 285.00

ORDER DATE : November 21, 1997

ORDER TIME : 10:41 AM

ORDER NO. : 610226-015

CUSTOMER NO: 90647A

800002356908--2

CUSTOMER: Ms. Sharon Rannebarger
MR. GEORGE V. FAMIGLIO, JR.

1634 Main Street

Sarasota, FL 34236

DOMESTIC FILING

NAME: PANIFICIO WHOLESALE ITALIAN
BAKERY, LC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 NOV 25 PM 2:05
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

PANIFICIO WHOLESALE ITALIAN BAKERY, LC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 1634 Main Street, Sarasota, FLORIDA, 34236.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 YEARS

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Nicholas Castronuovo
Member

3115 East Vina Del Mar Boulevard
St. Petersburg, Florida 33706

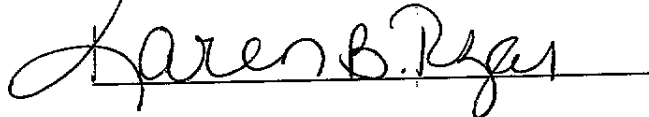
Ronald T. Melone
Member

14634 Musket Fire Lane
Orlando, Florida 32837

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TALLAHASSEE, FLORIDA

The undersigned authorized representative of a member of PANIFICIO WHOLESALE ITALIAN BAKERY, LC hereby executes these articles of organization on this 25th Day of November, 1997.

CORPORATION SERVICE COMPANY

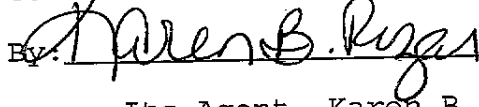


BY: KAREN B. ROZAR
as its agent as authorized
representative of PANIFICIO
WHOLESALE ITALIAN BAKERY, LC

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

BY: 

Its Agent, Karen B. Rozar

Dated: November 24, 1997

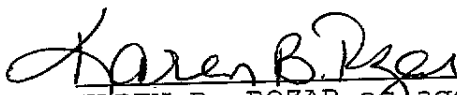
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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of PANIFICIO WHOLESALE ITALIAN BAKERY, LC deposes and says:

- 1) the above named limited liability company has at least two members:
- 2) the total amount of cash contributed by the member(s) is \$1,000.00:
- 3) if any, the agreed value of property other than cash contributed by member(s) is 0.00:
- 4) the amount of cash or property anticipated to be contributed by member(s) is 0.00:
- 5) the total amount of 2, 3, and 4 is: \$1,000.00.



KAREN B. ROZAR as agent for Corporation Service Company in its capacity as authorized representative of a member of PANIFICIO WHOLESALE ITALIAN BAKERY, LC

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TALLAHASSEE, FLORIDA

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of PANIFICIO WHOLESALE ITALIAN BAKERY, LC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV 25 PM 4:08

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This Limited Power of Attorney is executed on this
day of , 19

Cathy L. Astronskas
WITNESS

CATHY L. ASTRONSKAS
TYPED OR PRINTED NAME

Sharon L. Ranneberger
WITNESS

Sharon L. Ranneberger
TYPED OR PRINTED NAME

DAS

Nicholas Castanovo
SIGNATURE

NICHOLAS CASTANOVO
TYPED OR PRINTED NAME