

L98000000097



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

FOR PICKUP BY
UCC SERVICES

OFFICE USE ONLY (Document #)

640051

700002413607--2

-01/28/98--01001--008
****337.50 ****337.50

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Sofidev LC

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

RUSH

☒ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 27 AM 9:29

5

RECEIVED
98 JAN 27 PM 3:20
DIVISION OF CORPORATION

h/c
1/27/98

Ordered By: _____

Date: _____

**ARTICLES OF ORGANIZATION
OF
SOFIDEV L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

ARTICLE I - NAME

The name of this limited liability company is SOFIDEV L.C. (the "Company").

ARTICLE II - DURATION

The Company shall exist from the date of filing these Articles with the Florida Department of State until dissolved by the Members or until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining Members.

ARTICLE III - ADDRESS

The mailing address and street address of the Company's principal office is:

407 Lincoln Road
Suite 8-R
Miami Beach, Florida 33139

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent is ALESSANDRO FERRETTI. The street address of the Company's initial registered agent is:

407 Lincoln Road
Suite 8-R
Miami Beach, Florida 33139

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted to the Company, but only if all of the Members agree to the admission of the additional Members and to the terms of admission.

ARTICLE VI - MEMBERS' RIGHT TO CONTINUE BUSINESS

If a Member of the Company dies, retires, resigns, is expelled or dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement,

FILED
DEPT. OF STATE
SECRETARY OF CORPORATIONS
DIVISION
JAN 27 AM 9:29

continue the business of the Company.

ARTICLE VII – MANAGEMENT

The Company shall be managed by the Members. The names and addresses of the managing Members are:

<u>Name of Member</u>	<u>Address</u>
Alessandro Ferretti	Nine Island Avenue #401 Miami Beach, Florida 33139
Maurizio Cavalieri	20191 E. Country Club Drive Apt. PH-11 Aventura, Florida 33180
Eugenio Fiamberti	Via XX Settembre 19/6 Genoa 16121 Italy
Aldo Dalle Molle	Via XX Settembre 19/6 Genoa 16121 Italy

The undersigned Member has, executed these Articles of Organization effective as of the 24th day of January, 1998.



Alessandro Ferretti

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 27 AM 9:29

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 27 AM 9:29

The undersigned Member of SOFIDEV L.C. (the "Company"), deposes and says:

1. The Company has at least two Members.
2. The total amount of cash contributed by the Members is \$1,000.00.
3. No property other than cash is being contributed by Members.
4. The total amount of cash or property anticipated to be contributed by members is \$1,000.00. This total includes the amounts from paragraph 2 and 3 above.

Understanding that, under Section 608.408(3) of the Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true, I hereby execute this Affidavit this 24th day of January, 1998.


Alessandro Ferretti

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for SOFIDEV, INC. at the place designated in its Articles of Organization, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 24th day of January, 1998.



Alessandro Ferretti

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 27 AM 9:29