

L9900000 2613

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Brovelli Fine Italian
Imports, L.C.

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99 MAY -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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☒ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
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☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
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L9900000 2613

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6 pages

ARTICLES OF ORGANIZATION
OF
BROVELLI FINE ITALIAN IMPORTS, L.C.

FILED
99 MAY -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE ONE

NAME

The name of the limited liability company shall be BROVELLI FINE ITALIAN IMPORTS, L.C. ("Company"). The principal place of business and mailing address of the Company in Florida shall be: 1358 Riverside Drive, Stuart, Florida 34996

ARTICLE TWO

DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The company's existence shall be perpetual.

ARTICLE THREE

PURPOSES AND POWERS

The general purpose for which the Company is organized is to import Italian food stuffs and related products and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE FOUR

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is: Fabrizio Brovelli, 1358 Riverside Drive, Stuart, Florida 34996.

ARTICLE FIVE

CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property as follows:

<u>Member:</u>	<u>Capital Contribution</u>
FABRIZIO BROVELLI	\$1,000.00

ARTICLE SIX

ADDITIONAL CAPITAL CONTRIBUTIONS

The member or members shall make additional capital contributions to the Company only upon the unanimous consent of all member(s).

ARTICLE SEVEN

ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than

the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE EIGHT

TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining member(s), provided there is at least one remaining member.

ARTICLE NINE

MANAGEMENT

The Company shall be managed by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are as follows:

Member's Name:

Member's Address:

FABRIZIO BROVELLI

1358 Riverside Drive
Stuart, Florida 34996

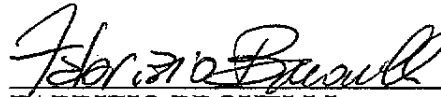
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Stuart, Martin County, Florida for the foregoing uses and purposes this 6th day of May, 1999.


FABRIZIO BROVELLI

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99 MAY -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of BROVELLI FINE ITALIAN IMPORTS, L.C., as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.


FABRIZIO BROVELLI,
Registered Agent

99 MAY - 7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

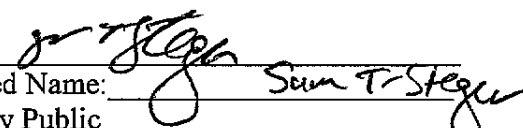
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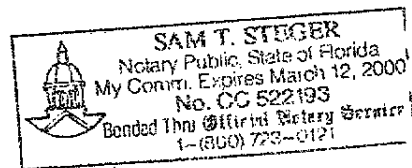
STATE OF FLORIDA

COUNTY OF MARTIN

The foregoing Articles of Organization were acknowledged before me this 6th day of May, 1999, by FABRIZIO BROVELLI, who is personally known to me or who produced a Florida driver's license as identification and who did take an oath.

(NOTARY SEAL)


Printed Name: Sam T. Steger
Notary Public
State of Florida
My Commission Expires:



AFFIDAVIT FOR LIMITED LIABILITY COMPANY

STATE OF FLORIDA

COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared, FABRIZIO BROVELLI, who after being duly sworn, deposes and says as follows:


1. The limited liability company consists of one (1) member whose name is as follows: Fabrizio Brovelli.
2. The member has made a cash contribution to the limited liability company in the total amount of \$1,000.
3. The member has not contributed any property other than the cash set forth herein.
4. The member does not currently anticipate contributing any additional cash or property in the future, other than the initial contribution of \$1,000 as set forth in paragraph 2 of this affidavit.
5. This affidavit is made pursuant to Section 608.407(2) of the Florida Statutes.

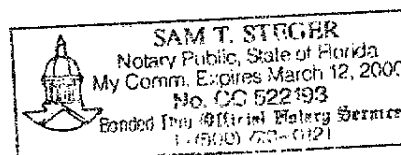
Dated this 6th day of May, 1999.


FABRIZIO BROVELLI

The foregoing instrument was acknowledged before me this 6th day of May, 1999, by FABRIZIO BROVELLI, who is personally known to me or who produced his Florida driver's license as identification and who did take an oath.

(NOTARY SEAL)


Printed Name: Sam T. Steger
Notary Public
State of Florida
My Commission Expires:



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TALLAHASSEE, FLORIDA
SECRETARY OF STATE