

**MINUTES OF THE ORGANIZATIONAL MEETING**

**OF**

**CAFIESA INTERNATIONAL LLC.**

The organizational meeting of the members of the above named limited liability company was held on the December 23<sup>rd</sup>, 2005 in Hacienda Heights, California, USA. There were present at the meeting the following members:

Jose A. Carvajal  
Leila J. Carvajal-Erker

being all the members of the Limited Liability Company. The meeting was called to order by Jose A. Carvajal. It was moved, seconded and unanimously carried that Jose A. Carvajal act as temporary chairperson and that Leila J. Carvajal-Erker act as temporary secretary.

The meeting then proceeded to the election of managers. Upon nominations duly made and seconded, the following were elected:

Managing member 1: Mr. Jose A. Carvajal

Managing Member 2: Ms. Leila J. Carvajal-Erker

Secretary: Mrs. Yendric Vargas

Treasurer: Mr. Inti L. Carvajal-Erker

The managing member of the above mentioned Limited Liability Company thereupon assumed the chair, and the secretary of the Above mentioned Limited Liability Company assumed the duties as secretary of the meeting.

The Secretary presented to the meeting:

1. Copy of the Articles of organization.
2. Specimen certificate of ownership.
3. Copy of the Operating Agreement of the Limited Liability Company
4. The Company seal
5. Conformed Copy of banking resolutions

25 JUN 2010

**RESOLVED**, that the Articles of Organization and the Operating Agreement be, and they are, approved ratified and adopted by the members.

The Secretary submitted to the meeting a seal proposed for the use as the company seal. Upon motion duly made, seconded and unanimously carried, it was

**RESOLVED**, that the form of the seal submitted to this meeting be, and it hereby is, approved and adopted as and for the Company seal of this Limited Liability Company, and that an impression thereof be made on the margin of these minutes.

There was presented to the meeting a specimen of a proposed certificate to represent the ownership of an interest in the company. Upon motion duly made, seconded and unanimously carried, it was

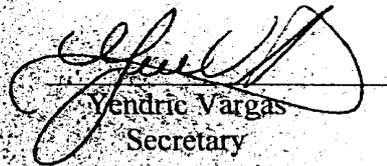
**RESOLVED**, That the specimen form of the certificate at this meeting be, and the same hereby is, approved and adopted as the certificate to represent ownership of an interest in the Limited Liability Company, and that the specimen certificate so presented to the meeting be annexed to the minutes thereof.

**RESOLVED**, that upon receipt of consideration therefore certificates representing ownership in the company be issued by the Secretary as follows:

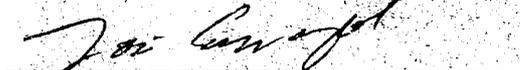
<u>Name and Address</u>	<u>Interest in the LLC</u>
<i>Jose A. Carvajal</i>	79%
<i>Leila J. Carvajal-Erker</i>	21%

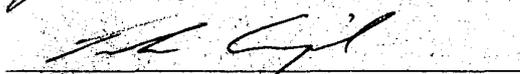
**RESOLVED**, that the managing members of the Limited Liability Company be, and they hereby are, authorized, empowered and directed to take any and all steps, and to execute and deliver any and all instruments in connection with carrying the foregoing resolutions into effect.

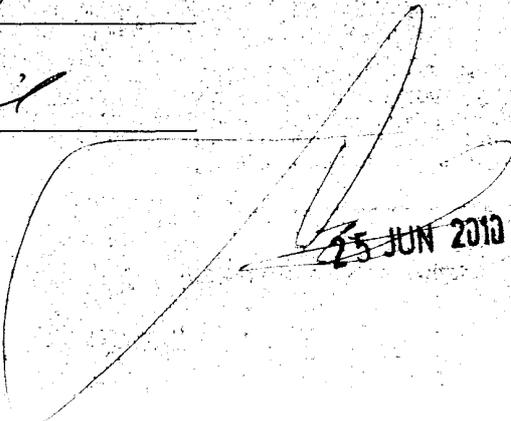
There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

  
Yendric Vargas  
Secretary

Members:

  
\_\_\_\_\_  
Jose A. Carvajal

  
\_\_\_\_\_  
Leila J. Carvajal-Erker

  
25 JUN 2010

