

State of Delaware
Secretary of State
Division of Corporations
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CERTIFICATE OF FORMATION

OF

BODEGA LATINA LAS VEGAS, LLC

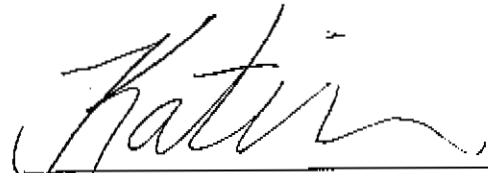
This Certificate of Formation of Bodega Latina Las Vegas, LLC (the "LLC"), dated as of February 10, 2009, is being duly executed and filed by Katie Thurman, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is Bodega Latina Las Vegas, LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is 1220 North Market Street, Suite 806, in the City of Wilmington, County of New Castle, 19801.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware is eResidentAgent, Inc., 1220 North Market Street, Suite 806, in the City of Wilmington, County of New Castle, 19801.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.



Name: Katie Thurman
Authorized Person