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EXPRESS CORPORATE FILING SERVICE INC.

(Requestor's Name)

3940 W. FLAGLER ST. 2nd FLOOR

(Address)

MIAMI, FLORIDA 33134 (305)444-4994

(City, State, Zip)

(Phone #)

100003789951--4
 -02/28/01--01080--020
 ****155.00 ****155.00

OFFICE USE ONLY

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

1. MCP 2001, L.L.C. (Corporation Name) _____ (Document #) _____
2. _____ (Corporation Name) _____ (Document #) _____
3. _____ (Corporation Name) _____ (Document #) _____
4. _____ (Corporation Name) _____ (Document #) _____

EFFECTIVE DATE
2-26-01

SECRETARY OF STATE
 MIAMI, FLORIDA

01 FEB 28 PM 1:48

APPROVED
 AND
 FILED

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" 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 type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 2001 FEB 28 PM 12:32

Examiner's Initials

Handwritten initials and date: 2/28/01

ARTICLES OF ORGANIZATION

OF

MCP 2001, L.L.C.

ARTICLE I - NAME

The name of this Limited Liability Company is: **MCP 2001, L.L.C.**

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: **2701 Le Jeune Road, Ste. 407, Coral Gables, Florida 33134.**

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be thirty (30) years from February 26, 2001.

ARTICLE IV

The effective date at which this company's existence is to begin is February 26, 2001 at 12:01 A. M.

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TALLAHASSEE, FLORIDA

ARTICLE V - MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

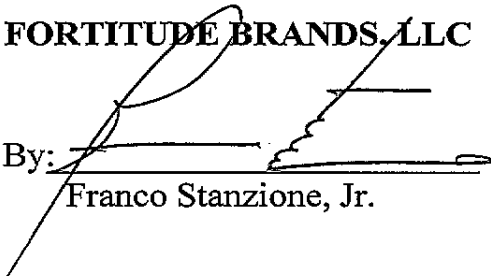
FORTITUDE BRANDS, L.L.C.
By: **Franco Stanzione, Jr.**

807 Jeronimo Drive
Coral Gables, FL 33146

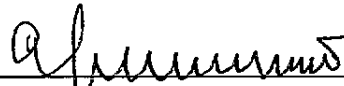
AUGUSTO NAVARRO

16855 S. W. 1st Place
Pembroke Pines, FL 33027

FORTITUDE BRANDS, LLC

By: 

Franco Stanzione, Jr.



Augusto Navarro

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TALLAHASSEE, FLORIDA

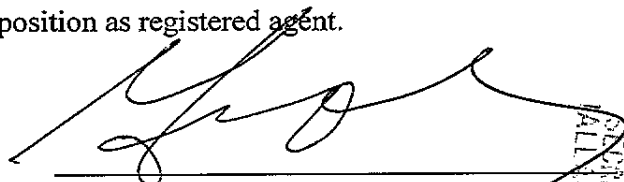
**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: MCP 2001, L.L.C.
2. The name and address of the registered agent and office is:

**GASTON R. ALVAREZ, ESQ.
2701 Le Jeune Road, Ste. 407
Coral Gables, Miami-Dade County, FL 33134**

3. Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.



Gaston R. Alvarez, Esq.

Dated: 2/27/01

SECRETARY OF STATE
ALLIANCE STATE, FLORIDA
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AND
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