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EFFECTIVE DA
1/1/04

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04 JAN -5 PM 2:12
TALLAHASSEE, FLORIDA

LINDA KOENIGSBERG, ESQ.

Attorney at Law
1925 Brickell Avenue
Suite D-207
Miami, Florida 33129

Phone: 305-657-6339
Fax: 305-858-9783

EFFECTIVE DATE
1/1/04

January 1, 2004

State of Florida
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

TRANSMITTAL LETTER

SUBJECT: Martin Schleifer Advertising, LLC

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:


Linda Koenigsberg, Esq.
As Attorney and Resident Agent
1925 Brickell Avenue, Suite D-207
Miami, Florida 33129

For further information concerning this matter, please call:

Linda Koenigsberg, Esq. at 305-657-6339

Thank you.

Very truly yours,


Linda Koenigsberg
LK:dmk
Enc.

FILED
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STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
1/1/04

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I- Name:

The name of the Limited Liability Company is:

MARTIN SCHLEIFER ADVERTISING, LLC.

ARTICLE II- Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

4040 NE 2nd Avenue
Suite #401
Miami, FL 33137

Same

ARTICLE III- Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the Registered Agent are:

Linda Koenigsberg, Esq.
1925 Brickell Avenue
Suite D-207
Miami, Florida 33129

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TALLAHASSEE FLORIDA

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 related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.



Registered Agent's Signature

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR"= Manager

"MGRM" = Managing Member

Name and Address:

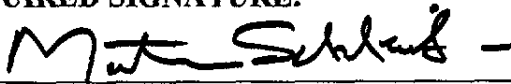
MGRM

Martin Schleifer
4040 NE 2nd Avenue
Suite #401
Miami, Florida 33137

ARTICLE V- Effective Date:

January 1, 2004

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

MARTIN SCHLEIFER

Typed or printed name of signee:

Martin Schleifer

Filing fees:

\$100.00 Filing Fee for Articles of Organization

\$25.00 Designation of Registered Agent

\$30.00 Certified Copy (Optional)

\$5.00 Certificate of Status (Optional)

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SECTION 1
TALLAHASSEE, FLORIDA