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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

JMP Las Vegas, LLC

Certificate of Status	1
Certified Copy	1
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ARTICLES OF ORGANIZATION

OF

JMP LAS VEGAS, LLC

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

**ARTICLE I
NAME**

The name of the Limited Liability Company is JMP LAS VEGAS, LLC (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 2828 Coral Way, Penthouse Suite, Miami, Florida 33145.

**ARTICLE III
DURATION**

The period of duration for the Company shall be perpetual.

**ARTICLE IV
REGISTERED OFFICE AND AGENT AND ADDRESS**

The name and street address of the registered agent of the Company in the State of Florida are:

<u>Name</u>	<u>Address</u>
Angel Hernandez	2828 Coral Way, Penthouse Suite Miami, Florida 33145

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
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Filed by: J. Gerstenfeld, Corp. Legal Asst.
Stearns Weaver Miller Weisaler, et al
150 West Flagler Street, Suite 2200
Miami, Florida 33130
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IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 4th day of June, 2004.


Angel Hernandez
Authorized Representative of Members

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement to designate a registered office and registered agent in the State of Florida.

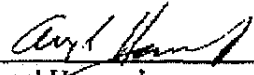
- 1. The name of the Company is JMP Las Vegas, LLC.
- 2. The name and street address of the registered agent and office are:

Angel Hernandez
2828 Coral Way, Penthouse Suite
Miami, Florida 33145

REGISTERED AGENT'S ACCEPTANCE

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: June 4th, 2004


Angel Hernandez

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