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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

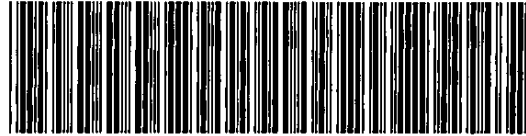
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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August 18, 2003

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

**Re: Limited Liability Company New Filing
MMJ Investments III, LLC**

Dear Sir or Madam:

Please find enclosed the following documentation in accordance with the above-referenced new Limited Liability Company filing:

1. Articles of Organization; and
2. Attorney Check made payable to the Department of State in the amount of for the filing fee of \$155.00.

Please return to our office a stamped copy of the filed Articles of Incorporation in the enclosed self-addressed stamped envelope.

Thank you for your immediate attention herein. If you have any questions please do not hesitate to contact our office toll free at (800) 805-8305.

Very truly yours,



Jonathan Bloom

JB/l
Enclosures

**ARTICLES OF ORGANIZATION OF
MMJ INVESTMENTS III, LLC**

ARTICLE I

The name of the limited liability company is MMJ INVESTMENTS III, LLC

ARTICLE II

The period of the limited liability company's duration shall be ninety-nine (99) years from the date of the filing of these Articles of Organization with the Department of State.

ARTICLE III

The purpose for which this limited liability company is organized is to engage in any activity or business permitted under the laws of the United States of Florida.

ARTICLE IV

The address of this limited liability company in the state of Florida is 12460 W. Atlantic Blvd., Coral Springs, Florida 33071.

The address of the principal office of this limited liability company in the state of Florida is 12460 W. Atlantic Blvd., Coral Springs, Florida 33071.

The name and address of the initial registered agent is Jonathan Bloom, Esq. of Bloom, Ballen & Freeling, Attorneys At Law at 2295 NW Corporate Blvd., Suite 117, Boca Raton, Florida 33431.

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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

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ARTICLE V

The percentage of ownership is as follows:

<u>Member</u>	<u>Pro-Rata Share</u>
Melamed & Karp 401K Profit Sharing Plan f/b/o Steven Y. Karp	50%
Melamed & Karp 401K Profit Sharing Plan f/b/o Elliot Melamed	50%

ARTICLE VI

There may be additional contributions to be made by the members.

ARTICLE VII

The members shall maintain the right to admit additional members.

ARTICLE VIII

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event, which terminates the continued membership of a member in the limited liability company, the remaining members may continue the business of the limited liability company provided that the unanimous consent of the remaining members is secured.

ARTICLE IX

The management of the limited liability company is reserved to the initial members. The names and addresses of the members are:

<u>Name</u>	<u>Address</u>
Melamed & Karp 401K Profit Sharing Plan f/b/o Steven Y. Karp	12460 W. Atlantic Blvd. Coral Springs, Florida 33071
Melamed & Karp 401K Profit Sharing Plan f/b/o Elliot Melamed	12460 W. Atlantic Blvd. Coral Springs, Florida 33071

ARTICLE X

Notwithstanding any other provision of these Articles or the Operating Agreement and for federal income tax purposes, a member's share of income, gain, loss, deduction, or credit shall be determined in accordance with the Company property/liabilities guaranteed or funded by one or more Members therefore allowing for the allocation to the Member or Members that bear the economic risk of loss of such property/debt.



Jonathan Bloom, Esq.

Bloom, Ballen & Freeling

Attorneys At Law

Attorney for and Authorized Agent

of the Members of MMJ Investments III, LLC

2295 NW Corporate Blvd., Suite 117

Boca Raton, FL 33431

(561) 864-0000

Fla. Bar No. 75231

8/18/06

Date