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RAFFERTY, HART, STOLZENBERG, GELLES

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Division of Corporations

Page 1 of 1

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Account Name : RAFFERTY, HART, STOLZENBERG, GELLES & TENENHOLTZ, P.A.
Account Number : 120000000207
Phone : (305) 373-0330
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LIMITED LIABILITY COMPANY

MemoryMorphosis, LLC

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Page Count	01 2
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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

MemoryMorphosis, LLC

**ARTICLE II
ADDRESS**

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

17330 S.W. 82nd Pl.
Palmetto Bay, Florida 33157

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

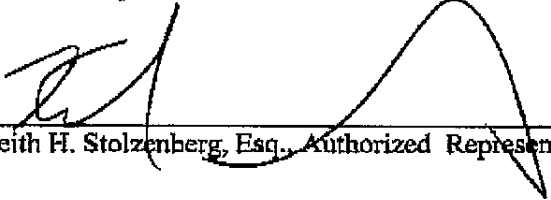
The name and street address of the registered agent is:

Keith H. Stolzenberg, Esq.
Rafferty, Hart, Stolzenberg, Gelles & Tenenholtz, P.A.
1401 Brickell Avenue, Suite 825
Miami, Florida 33131

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by managing members. The name and address of the initial Managing Member is as follows:

Paul Quentel
17330 S.W. 82nd Pl.
Palmetto Bay, Florida 33157



Keith H. Stolzenberg, Esq., Authorized Representative

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SEC. OF STATE
ALLAHSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
MemoryMorphosis, LLC**

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 OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

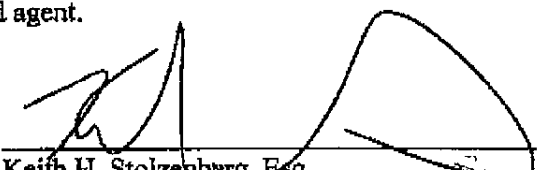
1. The name of the limited liability company is:

MemoryMorphosis, LLC

2. The name and address of the registered agent and office is:

Keith H. Stolzenberg, Esq.
Rafferty, Hart, Stolzenberg, Gelles & Tenenholtz, P.A.
1401 Brickell Avenue, Suite 825
Miami, Florida 33131

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.


Keith H. Stolzenberg, Esq.

Date: January 26, 2004

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