

L01000000055

ACCOUNTING SYSTES & TAXES, INC.

2603 DAVIE BLVD., FT LAUDERDALE, FL 33312

(954)792-8317 FAX (954)792

Florida Department of State
Corporation Records
PO Box 6317
Tallahassee, FL., 32314

December 19,2000

Re. Articles of Organization M&R Investment, LC

Dear Sir or Madam:

L-1-55

300003513793--1
-12/27/00--01019--012
****337.50 ****160.00

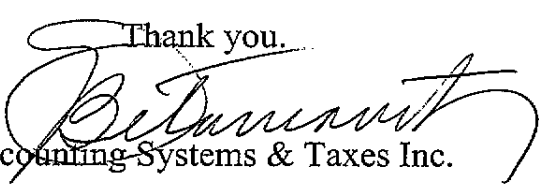
Enclose please find, original and copy of Articles of
Organization, Consent to Appointment & Acceptance of Register Agent, Affidavit
of Membership and Contributions and Operating Agreement, Exhibit A of the
subject Limited Liability Company.

Also enclose check for \$337.50 as follows:

Filing fee	\$ 250.00
Register Agent fee	35.00
Certify copy fee	52.50

Please forward copies to: Accounting Systems & Taxes Inc
2603 Davie Blvd.
Ft Lauderdale, FL. 33312

Thank you.


Accounting Systems & Taxes Inc.

50
Check # 4499
12/19/00

FILED
00 DEC 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
M & R INVESTMENT, L.C.**

The undersigned, desiring to form a limited liability company for the purpose set forth herein and in conformance with the Florida Limited Liability Company Act, does hereby establish the following:

ARTICLE I:

Name. The name of the limited liability company is M & R Investment, L.C.

ARTICLE II:

Duration. The period of duration of this limited liability company is perpetual unless sooner dissolved as provided by statute.

ARTICLE III:

Purpose. This limited liability company is organized for the purpose of engaging in any lawful business in which a limited liability company may engage under Florida law.

ARTICLE IV:

Principal Place of Business and Mailing Address. The address of its principal place of business, as well as the mailing address for this limited liability company is 2151 West Davie Boulevard, Fort Lauderdale, Florida 33312.

ARTICLE V:

Register Agent and Office. The name and address of its initial register agent in the State of Florida, whose Consent to Appointment as Register Agent accompanies these Articles, is Jose M Morete, 701 NW 46th Avenue, Fort Lauderdale, Florida 33317.

ARTICLE VI:

Initial Members. The names of the initial members of this limited liability company and their address are as follows:

Jose M Morete
701 NW 46th Avenue
Fort Lauderdale, Florida 33317

Luis Reyes
1217 SW 81st Terrace
Pompano Beach, Florida 33068

FILED
00 DEC 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

LJR

ARTICLE VII:

Admission of Additional Members. Additional members will be admitted only pursuant to the terms of the operating agreement to be entered into the Members of the Company, or upon such other terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.

ARTICLE VIII

Additional Liability of Members. Additional contributions of the Members may be required, but only upon the vote of a majority of Members pursuant to the terms of an operating agreement to be entered into between the Members of this limited liability company.

ARTICLE IX:

Continuity. The remaining Members of the limited liability company will have the right to continue the business upon death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company. The return of capital and distribution of profit shall be determined from the limited liability company's books, as of the effective date of withdrawal, based on the provisions, and paid as soon as practicable without diminishing the prospects of the limited liability company's ventures and subject to the limitations of Florida law.

ARTICLE X:

Management. The Limited Liability Company at the time of formation is to be managed by a manager, and the initial manager is:

JOSE M MORETE
2151 West Davie Blvd.
Ft Lauderdale, FL., 33312

DATE: NOV 21 2000



JOSE M MORETE,
Managing Member

FILED
00 DEC 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CONSENT TO APPOINTMENT AND
ACCEPTANCE OF REGISTER AGENT FOR
M & R INVESTMENT, L.C.**

Having been named Register Agent and designated to accept services process for M & R Investment, L.C., at the place designed herein, I agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: NOV 21 2000



JOSE M MORETE

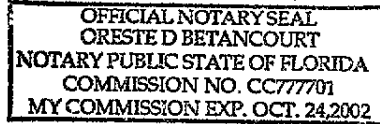
FILED
00 DEC 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Witness my hand and official seal in the County and State last
aforesaid this 21 day of November 2000.

Oreste D Betancourt

NOTARY PUBLIC

(SEAL)



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

FILED
00 DEC 26 PM 3:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA