

# Florida Department of State

Division of Corporations
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To:

Division of Corporations

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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686

Fax Number : (305)672-9110

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## LIMITED LIABILITY COMPANY

MVP Realty, LLC

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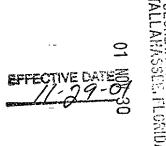
# ARTICLES OF ORGANIZATION

#### Article I. Name

The name of this Florida limited liability company is: MVP Realty, LLC

### Article II. Address

The Company's street and mailing address is: MVP Realty, LLC 400 S. Dixie Hwy. Suite 6 Hallandale FL 33009



### Article III. Registered Agent

The name and street address of the Company's registered agent is:

Corporate Creations Network Inc. 941 Fourth Street #200 Miami Beach FL 33139 UNITED STATES

# Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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## Article V. Management

This will be a member-managed company. The name and address of each member is:

MORRIS VAHNISH 400 S. Dixie Hwy. Suite 6 Hallandale FL 33009 EMANUEL BENJAMIN 400 S. Dixie Hwy. Suite 6 Hallandale FL 33009

### Article VI. Company Existence

The Company's existence shall begin effective as of November 29, 2001.

TALLAHASSIE, FLORIDA

### Article VII. Addition of Members

The right, if given, of the members to admit additional members and the terms and conditions of the of the admissions shall be:

No additional members shall be admitted without the consent of all existing members.

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### Article VIII. Miscellaneous Provisions

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurence of any other event which terminates the continued membership of a member in the limited liability company shall be:

If an event of dissolution other than the entry of a decree of judicial dissolution occurs with respect to this Limited Liability Company, then the members of this Limited Liability Company may, by their written consent given within ninety (90) days after the event causing dissolution, allow the Limited Liability Company to continue to carry on its business and affairs after such event.

The undersigned authorized representative of a member executed these Articles of Organization on November 29, 2001.

CORPORATE CREATIONS INTERNATIONAL INC.

Franco E. Cammarata Vice President

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

# STATEMENT OF REGISTERED AGENT

Date: November 29, 2001

LIMITED LIABILITY COMPANY: MVP Realty, LLC

SECRETARY OF STATE ALLAHASSEE, FLORID

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 941 Fourth Street #200 Miami Beach FL 33139 UNITED STATES

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC.

Franco E. Cammarata, Vice President

Date: November 29, 2001

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