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KAMEN & ORLOVSKY

PROFESSIONAL ASSOCIATION
SUITE 402 SOUTH
IGOI BELVEDERE ROAD

WEST PAIM BEACH, FLORIDA 33406

MICHAEL A. KAMEN DONALD A. ORLOVSKY

January 28, 2002

TELEPHONE (561) 687-8500 FAX (561) 687-7892

VIA UPS

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

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RE:

MAI Development, L.L.C.

Dear Sir/Madam:

Enclosed herewith please find the original and one conforming copy of the Articles of Organization for the above referenced Florida Limited Liability Company. Please file the original Articles of Organization and issue a letter of acknowledgment to the undersigned. Also enclosed please find our firm's check in the amount of \$155.00 which covers the following fees:

Filing Fee for Articles of Organization:

\$100.00

Designation of Registered Agent:

25.00

Certified Copy of Articles

30.00

If you should have any comments or questions regarding the foregoing, please do not he sitate to call.

With kind regards, we are

Very truly yours,

KAMEN & ORLOVSKY, P.A.

Michael A. Kamen

Michael A. Kamen

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Enclosure:

(as stated)

ce: Mr. Armand Ifrah

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: MAI Development, INL.C.

ARTICLE II - Address:

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

51 Saint George Place, Palm Beach Gardens, Florida 33418

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

Armand Ifrah	
Name	
51 Saint George Place	
Florida street address (P.O. Box NOT acceptable)	
Palm Beach, Gardens,	_L 33418
City, State, and Zip	

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.

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and it therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

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

Filing Fees:

Typed or printed name of signee

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

5.00 Certificate of Status (Optional)