9549867919 Division of Corporations

Page 1 of 2

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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From:

Account Name : KLEIN AND FORTUNE, P.A.

Account Number: 072720000075 Phone : (305)891-6100

Fax Number **:** (305)891-6104

MITED LIABILITY COMPANY

PAGE 02/05

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Division of Corporations

Page 2 of 2

Madison Title LP Holdings, L.L.C.

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SECRETARY OF STATE
SECRETARY OF FLORIDA

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ARTICLES OF ORGANIZATION OF MADISON TITLE LP HOLDINGS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Madison Title LP Holdings, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 1380 Miami Gardens Drive, Skylake Professional Building Suite 255, North Miami Beach, Florida 33179.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Ronald G. Klein, Esq., 4340 Sheridan Street, Suite 102, Hollywood, Florida, 33021.

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 for am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Ronald G. Klein, Esq.

ARTICLE V -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

PAREO BY: unanimous co IN & FORMAC, PA VALO G. KLEIN HO SHET-DAN ST. #102 LLYADOD, FL 33021 ST) 986-8822

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ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE VIII -- MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME Bruce Stern Joseph Rosenbaum

ADDRESS

1380 Miami Gardens Drive Skylake Professional Building, Suite 255 North Miami Beach, Florida 33179

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at New Jersey, on this, __ day of March, 2002l ____

Bruce Stern, Organizer/Applicant

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- KLEIN AND FORTUNE PA

PAGE 05/05

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STATE OF NEW JERSEY

) ss

Country of Ocean

The foregoing instrument was acknowledged before me this, 27day of March, 2002, by Bruce Stern, who has produced a New Jersey Driver's Licenses as identification.

1

My Commission expires:

stany Public, State of New Jersey

Martice Miller Motery Public of New Jersey My Commission Expires Sept. 1, 2003

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