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Division of Corporations

L02000012083

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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : FILINGS, INC.
Account Number : 072720000101
Phone : (850) 385-6735
Fax Number : (954) 641-4192

LIMITED LIABILITY COMPANY
MEP HOLDINGS, LLC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

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02 MAY 17 PM 2:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION
OF**

MEP Holdings, LLC.
A Florida Limited Liability Company

I, Teresa Roman, the undersigned, as organizer of this limited liability company, pursuant to the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization for this limited liability company.

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is MEP HOLDINGS, LLC.

ARTICLE II - DURATION

The period of duration of this limited liability company shall be Perpetual from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the limited liability company is One S.E. Third Avenue, Suite 1940, Miami, Florida 33131.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and Florida street address of the limited liability company's registered agent is Filings Inc., a Florida corporation, and the street address is 3732 Northwest 16th Street, Ft. Lauderdale, Florida 33311.

ARTICLE V - MANAGEMENT BY MANAGER(S)

The limited liability company is to be managed by one or more managers and is therefore a Manager-Managed company.

The name of the initial Manager and her address is:

Maria E. Pardo
10520 N.W. 26 Street
Suite C-201
Miami, FL 33172

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ARTICLE VI - MEMBER(S)

The limited liability company shall have at least one member. The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member pursuant to the provisions of the operating agreement shall terminate this limited liability company, unless the remaining members shall agree pursuant to the provisions of the operating agreement to continue the business of the company, in which event, this company shall not terminate.

In Witness Whereof, the undersigned, as the authorized representative of member(s) has executed these Articles of Organization on this 16 day of MAY, 2002.

Teresa Roman
Filings, Inc.
By: Teresa Roman
Its: Vice-President
Authorized Representative of
Member(s)

SECRETARY OF STATE
ALABAMA
MOBILE, ALABAMA

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**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

First, that MEP HOLDINGS, LLC., a Florida limited liability company, desiring
organize or qualify under the laws of the State of Florida, with its principal place of business located
in the City of Miami, County of Miami-Dade, State of Florida, has named FILINGS, INC.,
Florida corporation, located at 3732 N.W. 16th Street, Ft. Lauderdale, Florida 33311, as its agent
accept service of process within Florida.

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TALPAH/OSSE, FLORIDA

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Teresa Roman

Filings, Inc. (Organizer)

By: Teresa Roman

Its: Vice-President

Having been named to accept service of process for the above-stated limited liability
company, at the place designated in this certificate, I hereby agree to act in this capacity. I
further agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties, and I am familiar with and accept the obligation of my position as
registered agent of this limited liability company.

Dated this 16 day of MAY, 2002.

Teresa Roman

Filings, Inc. (Organizer)

By: Teresa Roman

Its: Vice-President

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