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Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

BK

LIMITED LIABILITY COMPANY

M.W.M. II, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 17, 2002

EMPIRE CORPORATE KIT

SUBJECT: M.W.M. II, LLC
REF: W02000020726

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The Affidavit of Membership and Contributions is no longer required and cannot be filed, Please eliminate this item from your document.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

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DIVISION OF CORPORATION

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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Articles of Organization for Florida Limited Liability Company

ARTICLE I

Name

The name of the Limited Liability Company is:

M.W.M. II, LLC

ARTICLE II

Address

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

**5225 Collins Avenue
Suite 919
Miami Beach, FL 33140**

ARTICLE III

Duration

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV

Management

X The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

**Susie Warshaw
5225 Collins Avenue
Suite 919
Miami Beach, FL 33140**

 The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing members(s) is/are:

*This instrument prepared by: Ana Maria Angulo, Attorney, 5975 Sunset Drive
Suite 503, South Miami, FL 33143*

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ARTICLE V

Admission of Additional Members

The right, if given of the remaining members to admit additional members and the terms and conditions of the admissions shall be as set forth in the Regulations of the limited liability company.

ARTICLE VI

Members Rights to Continue Business

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 occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be as set forth in the regulation of the limited liability company.


SUSIE WARSHAW

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

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Certificate of Designation of Registered Agent/Registered Office

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE
STATE OF FLORIDA.

1. The name of the limited liability company is: **M.W.M. II, LLC.**
2. The name and address of the registered agent and office is:

Ana Maria Angulo
5975 Sunset Drive
Suite 503
South Miami, FL 33143

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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.



Ana Maria Angulo

Date: 7/16/02

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