Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000250269 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

> JIVE OF CORPORATION PH 3: $\overline{\xi}$

LIMITED LIABILITY COMPANY

msm investments llc

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00



ARTICLES OF ORGANIZATION OF MSM INVESTMENTS LLC

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 698).

- 1. Name. The name of the limited liability company is MSM INVESTMENTS LLC
- 2. <u>Duration</u>. The Company shall exist from the date of filing these Articles with the Department of State until the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
- Mailing Address and Street Address. The Company's mailing and street address is: 36 N.E. 1st Street, Suite 701, Miami, FL 33132.
- 4. Registered Agent and Office. The name of the initial registered agent of the Company is Eran Frai. The street address of the initial registered agent of the company is: 36 N.E. 1st Street, Suite 701, Miami, FL 33132.
- 5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.

Prepared by: Richard Waserstein

Waserstein Law Building 913 Normandy Drive (71 St. Street) Miami Beach, Florida 33141 TIME THE SECOND STATE OF STATE

H03000250069

- 6. <u>Termination of Membership</u>. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of member in the Company, the termining members may, by unanimous written agreement, continue the business of the Company.
- 7. Management of the Company. The managements of the limited liability company is reserved to the members. The followings persons will initially be the day-to-day managing members:
 - Eran Frai Partner 36 N.E. 1st Street, Suite 701 Miami, FL 33132
- Elizabeth Frai Partner
 N.E. 1º Street, Suite 701
 Miami, FL 33132
- 8. Regulations. The members shall have the power to adopt, alter, amend, or repeals regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
- Date of Existence of the Company. The existence of the Company shall commence on the date
 of filing the Articles of Organization by the Florida Department of State.

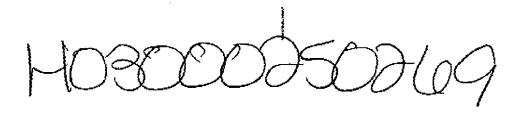
The undersigned executed these Articles of Organization on August 8, 2003

Eran Frai

Managing Phitner

Eldenbath Eras

Partner



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the Provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designation of the Registered Office/Registered Agent, in the State of Florida.

1. The name of the Limited Liability Company is:

MSM INVESTMENTS LLC

2. The names and address of the Registered Agents and offices is:

Eran Frai 36 N.E. 1* Street, Suite 701 Mismi, FL 33132

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.

Dated this 8 hay of August 2003.

ERAN FRA | REGISTERED AGENT

H030000050069