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Account Number : 110450000714 Phone : (850)222-1173

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LIMITED LIABILITY COMPANY

MEMI-JACKSON ACQUISITION CORPORATION, LLC

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

October 31, 2003

CORPORATE & CRIMINAL RESEARCH SERVICES

PLEASE GIVE ORIGINAL SUBMISSION DATE AS FILE DATE.

SUBJECT: MIAMI-JACKSON ACQUISITION CORPORATION, LLC

REF: W03000032070

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 name of the entity cannot include "CORPORATION." This word/abbreviation is readily associated with or is commonly used to denote another type of entity. Please amend your document throughout accordingly.

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Michelle Hodges Document Specialist FAX Aud. #: E03000308368 Letter Number: 903A00059524

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

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ARTICLES OF ORGANIZATION

FOR

MIAMI-JACKSON ACQUISITION ORGANIZATION, LLC

ARTICLE [- NAME

The name of the Limited Liability Company is Miami-Jackson Acquisition Organization, LLC.

ARTICLE II - ADDRESS

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

150 S.B. 2rd Avenue Suite 1301 Miami, Florida 33131

<u> ARTICLE III - REGISTERED AGENT,</u> REGISTERED OFFICE & REGISTERED AGENTS SIGNATURE

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

Joshus L. Dubin, P.A. 17701 Biscayne Blvd., Suite 201 Aventura, Florida 33160

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 sot in this capacity. I further agree to comply with the provisions of all stances 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.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affiguration under the penalties of perjuly that the facts berein are true.)

Dubin, Authorized Representative