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LIMITED LIABILITY COMPANY

MemoryMorphosis, LLC

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Page Count	01 2
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**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I

NAME

The name of the Limited Liability Company is:

MemoryMorphosis, LLC

ARTICLE II

ADDRESS

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

17330 S.W. 82nd Pl.
Palmetto Bay, Florida 33157

ARTICLE III

REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the registered agent is:

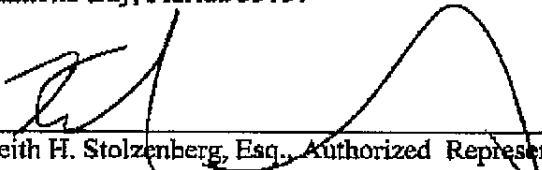
Keith H. Stolzenberg, Esq.
Rafferty, Hart, Stolzenberg, Gelles & Tenenholtz, P.A.
1401 Brickell Avenue, Suite 825
Miami, Florida 33131

ARTICLE IV

MANAGEMENT

The Limited Liability Company is to be managed by managing members. The name and address of the initial Managing Member is as follows:

Paul Quentel
17330 S.W. 82nd Pl.
Palmetto Bay, Florida 33157



Keith H. Stolzenberg, Esq., Authorized Representative

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE
MemoryMorphosis, LLC**

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 OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is:

MemoryMorphosis, LLC

- 2. The name and address of the registered agent and office is:

Keith H. Stolzenberg, Esq.
Rafferty, Hart, Stolzenberg, Gelles & Tenenholtz, P.A.
1401 Brickell Avenue, Suite 825
Miami, Florida 33131

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.


Keith H. Stolzenberg, Esq.

Date: January 26, 2004

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