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To:

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

From:

Account Name : LAW OFFICES TONY PORNPRINYA
Account Number : I20010000164
Phone : (305) 893-8989
Fax Number : (305) 891-7717**LIMITED LIABILITY COMPANY**

Mack & Co, LLC

| | |
|-----------------------|----------|
| Certificate of Status | 1 |
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION

OF

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MACK & CO, LLC
A Florida Limited Liability Company

I, James R. Mackenzie, 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 MACK & CO, 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: 4014 Chase Avenue, Suite 220, Miami Beach, FL 33140.

ARTICLE IV - REGISTERED AGENT AND OFFICE

The name and Florida Street address of the limited liability company's registered agent is Tony Pomprinya, and the street address is 10800 Biscayne Blvd, #988, Miami, FL 33161.

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 his address is:

James R. Mackenzie
4014 Chase Avenue Suite 220
Miami Beach, Florida 33140

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ARTICLE VI - MEMBER(S)

The limited liability company shall have at least one member. ^{H04000027236 3} The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

The initial members are:

James R. Mackenzie
4014 Chase Avenue Suite 220
Miami Beach, Florida 33140

Adao Carlos Oliveira Almeida
738 Arthur Godfrey Rd.
Miami Beach, Florida 33140

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 so terminate.

In Witness Whereof, the undersigned organizer has executed these Articles of Organization on this ____ day of _____, 2004.


James R. Mackenzie

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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**

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

First, that MACK & CO, LLC, a Florida limited liability company, desiring to 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 Tony Pornprinya, 10800 Biscayne
Blvd, #988, Miami, FL 33161 as its agent to accept service of process within Florida.


Tony Pornprinya

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 5 day of February, 2004.


Tony Pornprinya

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