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Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

space coast re investments, llc

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ARTICLES OF ORGANIZATION
OF
SPACE COAST RE INVESTMENTS, LLC

Pursuant to the appropriate provisions of the Florida Limited Liability Company Act, Florida Statutes Chapter 608, the undersigned limited liability company, Space Coast RE Investments, LLC (the "Company") adopts the following Articles of Organization by unanimous consent of all members entitled to vote on this matter.

ARTICLE I - NAME

The name of the Company is Space Coast RE Investments, LLC.

ARTICLE II - PURPOSE

The Company is organized for the purpose of transacting any and all lawful business.

ARTICLE III - DURATION

The Company shall exist perpetually unless sooner dissolved by the members.

ARTICLE IV - ADDRESS

The mailing and street address of the Company is 474 N. Harbor City Blvd., Suite 1, Melbourne, FL 32935.

ARTICLE V - MANAGEMENT

The Company is to be managed by the members, subject to the voting restrictions contained herein, and the name and addresses of the managing members are:

Maria Cordero through
MCPR Holdings, Inc.
474 N. Harbor City Blvd.
Suite 1
Melbourne, FL 32935

L. John Schwartz
474 N. Harbor City Blvd.
Suite 1
Melbourne, FL 32935

ARTICLE VI - MEMBERS- RIGHTS TO CONTINUE BUSINESS

Prepared by:
Steven H. Naturman, Esq.
Steven H. Naturman, P.A.
9130 S. Dadeland Blvd., Ste. 1509
Miami, Florida 33156
(305) 670-8353
Florida Bar No. 709920

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The remaining members of the Company can continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member upon the terms and conditions as provided in the Company Regulations, upon approval.

ARTICLE VII - REGISTERED AGENT

The Registered Agent of the Company is Steven H. Naturman, 9130 South Dadeland Boulevard, Suite 1509, Miami, FL 33156.

ARTICLE VIII - MEMBER PROPERTY

Private property of the members shall not be subject to the payment of the Company's debts.

ARTICLE IX - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be determined unanimously by those members entitled to vote.

We, the undersigned, as the members of the Company agree, adopt, approve and consent to the above Articles of Organization this 14 day of April, 2004.

In accordance with section 608.403(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

By: _____

Maria Cordero, President

By: _____

John Schwartz, VP and Secy

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.

By: _____

Steven H. Naturman

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