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Division of Corporations

Fax Number : (850) 205-0383

From:

Account Name : MOORE AND WAKSLER, P.L.

Account Number : 110650003457 Phone : (941)637-1955

Fax Number : (941) 637-8485

LIMITED LIABILITY COMPANY

MPI, LLC

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ARTICLES OF ORGANIZATION ARTICLES OF ORGANIZATION FOR A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is MPI, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 7378 Parkinsonia Place, Punta Gorda, Florida 33955. The initial registered agent and address of such agent for the Limited Liability Company is Debra K. Mcredith-Peters, 7378 Parkinsonia Place, Punta Gorda, Florida 33955.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be December 31, 2070, unless earlier terminated.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and is, therefore, a member-managed company.

ARTICLE V - Admission of Additional Members:

Additional members may be admitted from time to time as such terms and conditions are set forth by the unanimous written consent of all of the members.

ARTICLE VI - Members Rights to Continue Business:

Any successor or assignee to the interest of member, or the remaining members, if any, of the Limited Liability Company shall have the right to continue the business on the death, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company. If the Limited Liability Company has more than one member at the time of any of the occurrences above, the unanimous consent of all of the remaining members shall be needed to continue the business of the Limited Liability Company.

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Gary T. Fileman, Esq.
Moore and Waksler, P.L.
1107 W. Marion Avenue, St. 112
Punta Gorda, Fl. 33950
FL BAR #0988250

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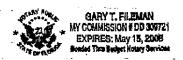
IN WITNESS WHEREOF, the undersigned member or authorized representative of a member of MPI, LLC has executed these Articles of Organization on the _______ day of July, 2004.

DEBRAK MEREDITH-PETERS

Signature of a member or authorized representative of a member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA)	
COUNTY OF CHARLOTTE	;	
Subscribed and sworn to (or a	ffirmed) before me on the 2 day of 1 is personally known to me or	fuly, 2004, by DEBRA who has produced
as identification.	•	· <u> </u>



NOTARY PUBLIC - STATE OF FLORIDA
Print Name: Gency V Fileman
Comm. No.:

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ACCEPTANCE OF APPOINTMENT

RE: MPL, LLC

Pursuant to Section 608.407 (1) (c) and 608.415, of the Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above limited liability company and agrees to act in the capacity and to comply with the provisions of the Florida Limited Liability Company Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, such position.

Dated: July , 2004

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