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

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305)672-0686
Fax Number : (305)672-9110

LIMITED LIABILITY COMPANY

M&R HOLDINGS LLC

Certificate of Status	1
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Page Count	04
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TALLAHASSEE, FLORIDA

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EFFECTIVE DATE

1/14/05



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

January 20, 2005

CORPORATE CREATIONS INTERNATIONAL, INC.

SUBJECT: M&R HOLDINGS LLC
REF: W05000003083

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.

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on January 19, 2005. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Michelle Hodges
Document Specialist

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
M&R HOLDINGS LLC

Article II. Address

The Company's street and mailing address is:
M&R HOLDINGS LLC
232 Andalusia Ave.
STE 370
Coral Gables FL 33134

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Edward Montoya
232 Andalusia Ave.
STE 370
Coral Gables FL 33134

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Corporate Creations International Inc.
941 Fourth Street
Miami Beach FL 33139
(305) 672-0688

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

EDWARD MONTOYA

CARMEN A. REDLICH-MONTOYA

Article VI. Company Existence

The Company's existence shall begin effective as of January 14, 2005.

The undersigned authorized representative of a member executed these Articles of Organization on January 14, 2005.

Rebecca J. Anderson

CORPORATE CREATIONS INTERNATIONAL INC.

Karla Sarria Vice President

by R.L. Anderson as attorney-in-fact

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Miami Beach FL 33139
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:
M&R HOLDINGS LLC

REGISTERED AGENT/OFFICE:

Edward Montoya
232 Andalusia Ave.
STE 370
Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Rebecca L. Anderson

EDWARD MONTOYA
by R.L. Anderson as attorney-in-fact

Date: January 14, 2005

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