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ALABAMA CORPORATIONS
ALABAMA, FLORIDA

W05-6215
J. BRYAN FEB - 7 2005

J. BRYAN FEB 15 2005

KENNETH N. REKANT, P.A.

ATTORNEY AND COUNSELOR AT LAW

333 41ST STREET — SUITE 506
MIAMI BEACH, FLORIDA 33140
TEL: (305) 531-2225
FAX: (305) 538-8014

January 28, 2005

Corporate Division
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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TALLAHASSEE, FLORIDA
DEPT. OF CORPORATIONS

Re: Making Money LLC, a Florida Limited Liability Company

To Whom It May Concern:

Enclosed please find the following re the abovementioned LLC.

1. Two fully executed sets of Articles of Organization for this proposed LLC.
2. \$155.00 check to Florida Department of State [covering the \$100.00 filing fee; \$25.00 for the designation of registered agent and; \$30.00 for a certified copy of the "Articles" for LLC].
3. I would like the LLC to commence as of the date you receive these Articles.
4. Kindly return a certified copy of the "Articles" to me at the earliest time.

If any problem, PLEASE CALL ME BY PHONE, collect, rather than sending the papers back to me for resubmission.

Very truly yours,

Kenneth N. ReKant, P.A.
KNR:sr





FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 7, 2005

KENNETH N. REKANT, P.A.
333 41ST STREET - SUITE 506
MIAMI BEACH, FL 33140

SUBJECT: MAKING MONEY, L.L.C.
Ref. Number: W05000006215

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TALLAHASSEE, FLORIDA

We have received your document for MAKING MONEY, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 205A00008429

KENNETH N. REKANT, P.A.

ATTORNEY AND COUNSELOR AT LAW

333 41ST STREET — SUITE 506
MIAMI BEACH, FLORIDA 33140
TEL: (305) 531-2225
FAX: (305) 538-8014

February 10, 2005

Corporate Division
Florida Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: Making Money LLC, a Florida Limited Liability Company

To Whom It May Concern:

Enclosed please find two copies of the document you requested.

Very truly yours,

Kenneth N. ReKant, P.A.
KNR:sr



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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION OF MAKING MONEY, L.L.C.

ARTICLE I - NAME

The name of the limited liability company ("Company") is MAKING MONEY, L.L.C.

ARTICLE II - ADDRESS

The mailing and street address of the Company's principal office is c/o Barbara Burrell, 1000 South Pointe Drive, Suite 403, Miami Beach, Florida 33139.

ARTICLE III - DURATION

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV - REGISTERED AGENT & OFFICE

The name of Company's initial registered agent in Florida is KENNETH N. REKANT, Esquire, 333 41st Street, Suite 506, Miami Beach, Florida 33140 [Tel: 305-531-2225 Fax: 305 -538-8014]. The address of Company's registered office in Florida is c/o Barbara Burrell, 1000 South Pointe Drive, Suite 403, Miami Beach, Florida 33139.

ARTICLE V - MANAGEMENT

The Company is to be managed by the members. They are as follows and sometimes hereinafter referred to as the "members":

1. Barbara Burrell, 1000 South Pointe Drive, Suite 403, Miami Beach, Florida 33139.
2. Howard Ecker, c/o Jupiter Realty Services, LLC, 401 North Michigan Avenue, Suite 1300, Chicago, Illinois 60611.

ARTICLE VI - ADMISSION OF NEW MEMBERS

Individual members of the Company have no right to admit new member(s). Additional member(s) may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by such new member(s) at the time the new member(s) are admitted.

ARTICLE VII - CONTINUATION OF BUSINESS

The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or

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TALLAHASSEE, FLORIDA

the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining members.

ARTICLE VIII - AMENDMENT OF ARTICLES

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the persons listed in Article V above, and shall require their unanimous consent.

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.

IN WITNESS WHEREOF, the undersigned subscribing members have set their hands and seals on the respective dates below, for the purpose of forming this limited liability company under the laws of the State of Florida, and these members hereby make and file in the office of the Secretary of State of Florida these Articles of Organization.

OFFICIAL SEAL
DENISE TARPEIN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES: 03-31-07

Barbara Burrell
Barbara Burrell - Member

SWORN TO AND SUBSCRIBED before me, the undersigned notary public on the 24th day of January, 2005, by BARBARA BURRELL, who produced identification of _____ or is personally known to me.

(Signature) Denise Tarpein
Notary Public

OFFICIAL SEAL
DENISE TARPEIN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES: 03-31-07

My Commission Expires: 3/31/07

Howard Ecker
Howard Ecker - Member

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JIM HARRIS CORPORATION
TALLAHASSEE, FLORIDA

SWORN TO AND SUBSCRIBED before me, the undersigned notary public on the 24th day of January, 2005, by HOWARD ECKER, who produced identification of _____ or is personally known to me.

(Signature) Denise Tarpein
Notary Public

My Commission Expires: 3/31/07

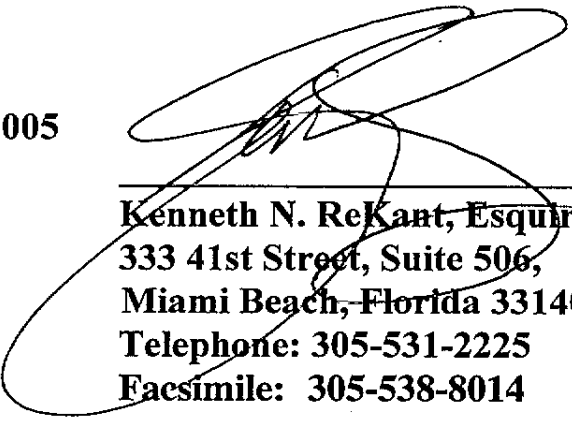
This instrument was prepared by Kenneth N. ReKant, Esquire
333 41st Street, Suite 506, Miami Beach, FL 33140 [Tel: 305-531-2225]

ARTICLES OF ORGANIZATION OF
MAKING MONEY, L.L.C.

REGISTERED AGENT ACCEPTANCE

AS THE REGISTERED AGENT chosen to accept service of process for the abovementioned entity at the address set out below, I hereby accept to so act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties accordingly.

Dated on February 10, 2005



Kenneth N. ReKant, Esquire
333 41st Street, Suite 506,
Miami Beach, Florida 33140
Telephone: 305-531-2225
Facsimile: 305-538-8014

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