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LAW OFFICES

DANIEL A. KASKEL, P.A.

Schever International Plaza
7284 West Palmetto Park Road, Suite 108
Boca Raton, Florida 33433
Phone: (561) 368-0777 Fax: (561) 368-0775

Email: dan@titlefla.com

Daniel A. Kaskel, Esq. Board Certified Real Estate Attorney by the Florida Bar Admitted in Florida and New Jersey

Feb 3 14 2005

TRANSMITTAL LETTER

	ORT TO PROVIDE YOU WITH THIS COR IS POSSIBLE, WE ARE USING THIS FORM T	RESPONDENCE AND ANY ATTACHMENTS AS RANSMITTAL LETTER.
Sent Via:	Federal Express UPS Regular Mail	□ Fax □ Hand Delivery PES
Registr	f Corporation	AHASSETARY
Tallaha	raines St ssee FL 32399	
Re:_	MFEB II, LLC	FLOATE STATE
Dear Sic	r/ Madam :	
	notarized as indicated). The attachments are original documents for	undersigned at (561) 368-0777 to discuss. ffice (□ witnesses by 2 separate witness and
Thank you.		Vome truly round
		Very truly yours,
		DANIEL A. KASKEL, P.A.
cc:		Daniel A. Kaskel, Esq. Joelle Bickford, Paralegal

Articles of Organization

of

MFEB II, LLC

a Florida limited liability company

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608, adopt the following Articles of Organization:

ARTICLE I.

The name of this limited liability company shall be MFEB II, LLC

ARTICLE II. ADDRESS

The street address, mailing address and the principal place of business of this limited liability company shall be 9595 Collins Avenue, #803, Surfside, Florida 33154-2637.

ARTICLE III.
DURATION

This limited liability company shall have perpetual existence unless sooner dissolved as provided by law.

ARTICLE IV.
MANAGEMENT

This limited liability company shall be managed by its members, and is, therefore, a member managed limited liability company.

The Managing Members of this limited liability company are:

Distinto, LLC

9595 Collins Avenue #803

Surfside, Florida 33154-2637

Ester Bendoim

19333 Collins Avenue #810

Sunny Isles Beach, Florida 33160

ARTICLE V. PURPOSE

This limited liability company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

ARTICLE VI. REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, is:

Distinto, LLC 9595 Collins Avenue #803 Surfside, Florida 33154-2637

IN WITNESS WHEREOF, the undersigned has executed these Articles of invary 3.3 2005.

DISTINTO, LLC, a Florida limited liability comparas Managing Member of the Company

Mark Tinkelshtein, Managing Member

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

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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, as provided for in Chapter 608, F.S.

DISTINTO, LLC, a Florida limited liability company

Murk Finkelshtein

Managing Member