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CORPORATION SERVICE COMPANY.

ACCOUNT	NO.	:	072100000032
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REFERENCE: 283624

AUTHORIZATION :

COST LIMIT : \$ 155.00

ORDER DATE: March 29, 2005

ORDER TIME: 11:53 AM

ORDER NO. : 283624-015

CUSTOMER NO: 10463A

CUSTOMER: Ms. Larissa K. Lincoln

Cohen Norris Scherer Weinberger & Wolmer

Suite 400

712 U.s. Highway 1

North Palm Bch, FL 33408-7146

DOMESTIC FILING

NAME: MPC 3, LLC

EFFECTIVE DATE: 3/28/2005

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY

PLAIN STAMPED COPY

____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION OF MPC 3, LLC

SFECTIVE DATE

The undersigned hereby forms and establishes a limited liability company pursuant to Chapter 608, Florida Statutes as follows:

ARTICLE I

The name of this limited liability company is MPC 3, LLC.

ARTICLE II

This limited liability company shall become effective MARCH 28, 2005, unless sooner terminated as provided in the Operating Agreement executed or to be executed by the members..

ARTICLE III

The mailing address and street address of the principal place of business of this limited liability company is 1560 Latham Road, No. 7, West Palm Beach, FL 33409. This limited liability company may, at its discretion, change the address of its principal place of business.

ARTICLE IV

The name and street address of the initial registered agent of this limited liability company is ANDREW M. JACOBSON, 712 U.S. Highway One, Suite 400, North Palm Beach, Florida 33408.

ARTICLE V

The management of this limited liability company shall be vested in a member or members (i.e. management committee as described in the Operating Agreement) and is, therefore, a member-managed company. The managing member is Steven E. McCraney, 1560 Latham Road, No. 7, West Palm Beach, FL 33409.

ARTICLE VI

Additional members may be admitted to this limited liability company upon such terms and conditions as shall be established by the members as described in the Operating Agreement.

IN, TESTIMONY WHEREOF, I have hereunto subscribed my name

this <u>2815</u> day of March, 2005.

ANDREW M. JACOBSON,

Authorized Representative of a Member

CERTIFICATE DESIGNATING REGISTERED OFFICE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

That MPC 3, LLC, a Florida Limited liability company, with its registered office at 1560 Latham Road, No. 7, West Palm Beach, FL 33409, has named ANDREW M. JACOBSON, at 712 U.S. Highway One, Ste 400, North Palm Beach, FL 33408 as its initial registered agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named registered agent to accept service of process for the abovestated limited liability company at the place designated in this Certificate, I hereby accept to act in such capacity and agree to comply with the applicable provisions of law.

ANDREW M. JACOBSON,
Registered Agent

STATE OF FLORIDA	,			
COUNTY OF PALM BEACH)		.1	
The foregoing instrument 2005, by ANDREW M. JACOB produced Florida State Driver's	SON, who is pers License Number	sonally known to	this <u>28</u> day of o me or who has	March ; _ as
identification and who did () of Executed this 38 day		an oath.	<i>n</i> ~	
Executed this 00 - day	of March, 2005.			

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Signature of Notary

Printed Name: LARISSA K. CINCOLA

My Commission Expires:
My Commission Number:

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OFFICIAL NOTARY SEAL LARISSA K UNCOLN
COMMISSION NUMBER
DD136700
NY COMMISSION EXPIRES
JULY 24,2008