

05/11/2005

Division of Corporations

LAW OFFICES TONY PORNPRINYA

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Account Name : LAW OFFICES TONY PORNPRINYA
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LIMITED LIABILITY COMPANY
FLB MIAMI, LLC

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 10, 2005

LAW OFFICES TONY PORNPRINYA

SUBJECT: FLB MIAMI, LLC
REF: W05000023592

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.

The last page of your document refers to the Corporation statute rather than to the LLC statute.,

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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Lee Rivers
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ARTICLES OF ORGANIZATION**OF****FLB MIAMI, LLC****A Florida Limited Liability Company**

I, Adelchi Mancusi, the undersigned, as organizer of this limited liability company, pursuant to the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization for this limited liability company.

ARTICLE I – NAME OF COMPANY

The name of the limited liability company is FLB MIAMI, LLC.

ARTICLE II – DURATION

The period of duration of this limited liability company shall be Perpetual from the date of the issuance of a Certificate of Organization by the State of Florida.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the limited liability company is 2370 Flamingo Drive, Suite 201, Miami Beach, FL 33140.

ARTICLE IV – REGISTERED AGENT AND OFFICE

The name and Florida street address of the limited liability company's registered agent is Tony Pornprinya, Esq. and the street address is 10800 Biscayne Boulevard, Suite 9882 Miami, FL 33161.

ARTICLE V – MANAGEMENT BY MANAGER(S)

The limited liability company is to be managed by one or more managers and is therefore a Manager-Managed company.

The name of the initial Manager and his address is:

Adelchi Mancusi
2370 Flamingo Drive, Suite 201
Miami Beach, FL 33140

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ARTICLE VI – MEMBER(S)

The limited liability company shall have at least one member. The limited liability company may admit additional members in accordance with the provisions of the operating agreement of the company.

The initial members are:

M6 Group USA, LLC
c/o Luca D'Angelo
2370 Flamingo Drive, Suite 201
Miami Beach, FL 33140

Mosaic Group
c/o Luca D'Angelo
2370 Flamingo Drive, Suite 201
Miami Beach, FL 33140

Adelchi Mancusi
2370 Flamingo Drive, Suite 201
Miami Beach, FL 33140

New CO
c/o Luca D'Angelo
2370 Flamingo Drive, Suite 201
Miami Beach, FL 33140

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The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member pursuant to the provisions of the operating agreement shall terminate this limited liability company, unless the remaining members shall agree pursuant to the provisions of the operating agreement to continue the business of the company, in which event, this company shall not so terminate.

In Witness Whereof, the undersigned organizer has executed these Articles of Organization on this 6th day of May, 2005.


Adelchi Mancusi

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**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 608.415, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

First, that FLB MIAMI, LLC., a Florida limited liability company, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located in the City of Miami, County of Miami-Dade, State of Florida, has named Tony Pornprinya, Esq. of 10800 Biscayne Boulevard, Suite 988, Miami, FL 33161 as its agent to accept service of process within Florida.



Tony Pornprinya

Having been named to accept service of process for the above-stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent of this limited liability company.

Dated this 9th day of May, 2005.



Tony Pornprinya

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