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## To:

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## From:

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

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DIVISION OF CORPORATIONS

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507/06/05

## LIMITED LIABILITY COMPANY

M and M Real Estate Holdings, LLC

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
M and M Real Estate Holdings, LLC

### Article II. Address

The Company's street and mailing address is:  
M and M Real Estate Holdings, LLC  
2000 Ponce de Leon Blvd., 6th Floor  
Coral Gables FL 33134

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Mark Grossman  
2000 Ponce de Leon Blvd., 6th Floor  
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.

Mark Grossman 1 FL Bar Member 350753  
DeWitt Grossman, P.L.  
2000 Ponce de Leon Blvd., 6th Floor  
Coral Gables FL 33134  
305-467-2946

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

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

MARK AND MARGIE GROSSMAN AS TENANTS IN THE ENTIRETIES  
2000 Ponce de Leon Blvd., 6th Floor Coral Gables FL 33134

Article VII. Company Existence

The Company's existence shall begin effective as of 7/5/2005.

The undersigned authorized representative of a member executed these Articles of Organization on 7/5/2005.

\_\_\_\_\_  
MARK GROSSMAN

by K. Sarris as attorney-in-fact

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Mark Grossman | FL Bar Member 350753  
DeWitt Grossman, P.L.  
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Coral Gables FL 33134  
305-457-2946

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## STATEMENT OF REGISTERED AGENT

### LIMITED LIABILITY COMPANY:

M and M Real Estate Holdings, LLC

### REGISTERED AGENT/OFFICE:

Mark Grossman  
2000 Ponce de Leon Blvd., 6th Floor  
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.

\_\_\_\_\_  
MARK GROSSMAN  
by K. Sarria as attorney-in-fact

Date: 7/5/2005.

Mark Grossman | FL Bar Member 350753  
DeWitt Grossman, P.L.  
2000 Ponce de Leon Blvd., 6th Floor  
Coral Gables FL 33134  
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