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**DATE: 01-24-06**

**NAME: MERRILL-STEVENSON, LLC**

**TYPE OF FILING: ARTICLES OF ORGANIZATION**

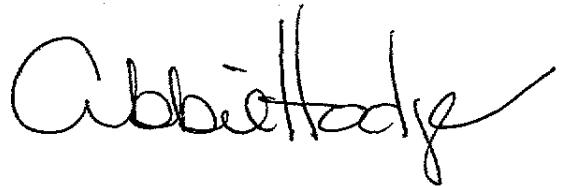
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**ARTICLES OF ORGANIZATION**  
**OF**  
**MERRILL-STEVENS SPAIN, LLC**

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**ARTICLE I - Name**

The name of the Limited Liability Company is Merrill-Stevens Spain, LLC (the "Company").

**ARTICLE II - Address**

The mailing address and street address of the principal office of the Company is 1270 N.W. 11<sup>th</sup> Street, Miami, Florida 33125.

**ARTICLE III - Purpose**


The purpose for which this Limited Liability company is organized is: Any and all lawful business.

**ARTICLE IV - Registered Agent and Office**

The name and street address of the Company's initial registered agent and office is NRAI Services, 2731 Executive Park Drive, Suite 4, Weston, FL 33331.

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.

Dated this 23<sup>rd</sup> day of January, 2006.

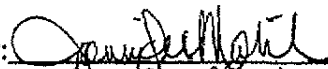
  
\_\_\_\_\_  
Debra Palmisano, Authorized Person

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, 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 of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Florida Statutes Chapter 608.

Dated this 23<sup>rd</sup> day of January, 2006.

NRAI SERVICES, INC.

By:   
Name: John Malik  
Title: Assistant Secretary