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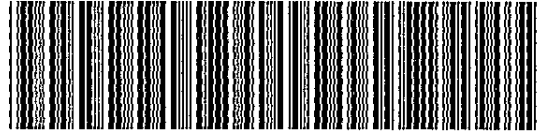
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[Signature]

LAW OFFICES
WILLIAM J. MCPHARLIN
A PROFESSIONAL ASSOCIATION

FEDERAL EXPRESS - 8530 7902 1410

SUITE 122
BERKLEY SOUTH BUILDING
3015 NORTH OCEAN BOULEVARD
FORT LAUDERDALE, FLORIDA 33308

TELEPHONE (954) 566-8893
FAX (954) 566-8869

January 24, 2006

Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: **HY JAY MIC, LLC**

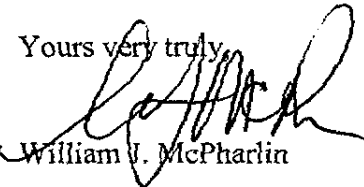
Ladies/Gentlemen:

Enclosed is the original and a duplicate copy of the Articles Of Organization referencing the above
limited liability company and a check in the amount of \$125.00. **THE EFFECTIVE DATE OF
THE INCORPORATION OF THIS LLC IS JANUARY 24, 2006.**

Please stamp the copy with the filing date and incorporation date and send the copy of the Articles
Of Organization to this office in the stamped addressed envelope also enclosed in this package for
your convenience.

If you have any questions concerning the above, please do not hesitate to contact me.

Yours very truly


William J. McPharlin

WJM/bb

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HY JAY MIC, LLC**

ARTICLE I - NAME:

The name of the limited liability company is: **HY JAY MIC, LLC**

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the limited liability company is 1890 South Ocean Drive, Apt. 1206, Hallandale Beach, FL 33009.

ARTICLE III - EFFECTIVE DATE

The limited liability company's existence begins at the time these Articles Of Organization are executed provided these Articles Of Organization are filed with the Department Of State within five (5) business days of that time, and if these Articles Of Organization are not filed within said five (5) business days, then the limited liability company's existence shall begin on the date these Articles Of Organization are filed with the Department Of State.

ARTICLE IV - DURATION

The limited liability company shall have perpetual existence.

ARTICLE V - PURPOSE AND POWERS

The limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the laws of Florida. The limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under the laws of Florida, including, but not limited to, the power to purchase, improve, develop, mortgage, encumber, hold, utilize, sell, convey and otherwise deal with real property and personal property, and to own and operate any business activity which is not prohibited under Florida law.

ARTICLE VI - MANAGEMENT

The limited liability company shall be a manager-managed company. The names and addresses of the persons who shall serve as manager until the first annual meeting of members or until their successors are elected and qualified are as follows:

Name

Address

Hy Holz

3820 Beechmont Oval
Orange Village, OH 44122

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OF
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Jay Deitz

228 East Rockaway Road
Hewlett, NY 11557

Michael Lebby Smith

2410 Buckhurst Drive
Beachwood, OH 44122

ARTICLE VII - MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

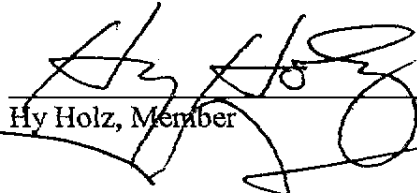
ARTICLE VIII - REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the registered agent is:

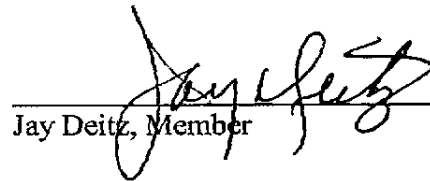
William J. McPharlin
3015 North Ocean Boulevard, Suite 122
Fort Lauderdale, FL 33308

The undersigned, being all of the members of the limited liability company, certify that this instrument constitutes the Articles Of Organization of the limited liability company. 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.

Executed this January 24, 2006.


Hy Holz, Member

Michael Lebby Smith, Member


Jay Deitz, Member


Registered Agent's Acceptance

Having been named as registered agent and to accept service of process for the above stated limited

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liability company at the place designated in this certificate, 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.

Executed this January 24, 2006.


William J. McPharlin, Registered Agent

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