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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

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

FLORIDA/FOREIGN LIMITED LIABILITY CO.

MC MGMT LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
MC MGMT LLC

Article II. Address

The Company's street and mailing address is:
MC MGMT LLC
c/o Lourdes Jofre Collett
430 Grand Bay Drive, PH#1-C
Key Biscayne FL 33149

Article III. Registered Agent

The name and street address of the Company's registered agent is:
Lourdes Jofre Collett
430 Grand Bay Drive, PH#1-C
Key Biscayne FL 33149

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.

M. Cristina Del-Valle | FL Bar Member 336084
Fieldstone Lester Shear & Denberg, LLP
201 Alhambra Circle
Suite 601
Coral Gables FL 33134
305-357-1001

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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

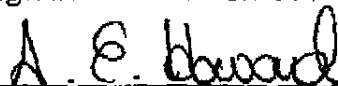
This will be a member-managed company. The name and address of each member is:

MARIO CABASES
c/o Lourdes Jofre Collett 430 Grand Bay Drive, PH#1-C Key Biscayne FL 33149

Article VII. Company Existence

The Company's existence shall begin effective as of 3/3/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 3/3/2006.



M. CRISTINA DEL-VALLE

by A.E. Howard as attorney-in-fact

M. Cristina Del-Valle I FL Bar Member 336084
Fieldstone Lester Shear & Denberg, LLP
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STATE OF FLORIDA

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STATEMENT OF REGISTERED AGENT

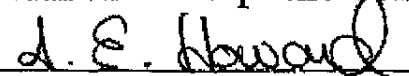
LIMITED LIABILITY COMPANY:
MC MGMT LLC

REGISTERED AGENT/OFFICE:

Lourdes Jofre Collett
430 Grand Bay Drive, PH#1-C
Key Biscayne FL 33149

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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.


LOURDES JOFRE COLLETT
by A.E. Howard as attorney-in-fact

Date: 3/3/2006.

M. Cristina Del-Valle | FL Bar Member 336084
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