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Law Offices of
FREDERICK C. BRAUN, P.A.

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Pompano Beach, Florida 33062*

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March 1, 2006

Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, Florida 32314

Re: Filing Articles of Organization for M & L PALM BEACH ENTERPRISES, LLC

Dear Sirs or Madames:

Please find enclosed herewith the original Articles of Organization for M & L PALM BEACH ENTERPRISES, LLC to be filed with your offices. I have enclosed herewith a money order in the required amount of \$125.00 for filing fees. I have also enclosed a copy of these Articles so that upon filing you may return a stamped copy to my attention.

Thank you in advance for your time and assistance in this matter. If you have any questions or comments in connection with this request, please do not hesitate to call on me.

Very truly yours,


Frederick C. Braun, Esq.

FCB/rw

encl.

Cc: client

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FLORIDA

**ARTICLES OF
ORGANIZATION OF**

M & L PALM BEACH ENTERPRISES, LLC.

The undersigned certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the Limited Liability Company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the Limited Liability Company shall be M & L PALM BEACH ENTERPRISES, LLC. The mailing address and the street address of the principal office of the Limited Liability Company is: 580 Village Boulevard, Suite 210, West Palm Beach, Florida 33409. The Limited Liability Company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted under the laws of the State of Florida. The Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a majority-in-interest vote of the members of the limited liability company.

ARTICLE IV
MANAGEMENT

This Limited Liability Company shall be a manager-managed company. It shall be managed by one or more managers. The name(s) and address(es) of the person(s) who shall serve until the first annual meeting of members or until a successor(s) is/are elected and qualified as follows:

MANAGER'S NAME	COMPLETE ADDRESS
David Liporace	580 Village Blvd., Suite 210, West Palm Beach, FL 33409
Jacqueline Mika	580 Village Blvd., Suite 210, West Palm Beach, FL 33409

ARTICLE V
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 the 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 the unanimous consent of the remaining members.

ARTICLE VI
CAPITAL CONTRIBUTIONS

Capital contributions shall be paid to the Limited Liability Company by the members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

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ARTICLE VII

PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the Limited Liability Company business that remain after the payment of the expenses of conducting the business of the Limited Liability Company. Each member shall be entitled to the distributive share of the profits. Profits and losses shall be allocated on the basis of the agreed value, as stated in the records of the Limited Liability Company, of the contributions made by each member to the extent such contributions have been received by the Limited Liability Company and have not been returned. The distributive share of the profits shall be determined and paid to the members annually.

(b) Losses. All losses that occur in the operation of the Limited Liability Company business shall be paid out of the capital of the Limited Liability Company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the same manner as the allocation of profits.

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ARTICLE VIII

DURATION

This Limited Liability Company shall exist perpetually or until dissolved in a manner provided by law, or as provided in the articles or regulations adopted by the members.

ARTICLE IX

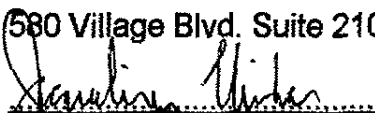
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the Company's initial registered agent is: David Liporace, 580 Village Blvd., Suite 210, West Palm Beach, Florida 33409.

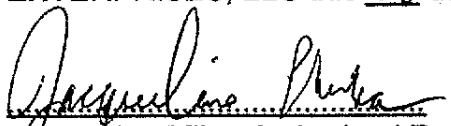
ARTICLE X

AUTHORIZED REPRESENTATIVE

The name and address of the Authorized Representative signing these Articles is Jacqueline Mika, 580 Village Blvd. Suite 210, West Palm Beach, Florida 33409.


Jacqueline Mika, Authorized Representative

The undersigned, being a member or the authorized representative of a member of the Limited Liability Company, has executed these Articles of Organization of M & L PALM BEACH ENTERPRISES, LLC this 28 day of February, 2006.

A handwritten signature in cursive script, appearing to read "Jacqueline Mika", written over a dotted line.

Jacqueline Mika, Authorized Representative