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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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MFS Properties, LLC.

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
✓ ____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
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____ Dissolution / Withdrawal _____
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✓ ____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
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____ Fictitious Search _____
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____ UCC 1 or 3 File _____
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ARTICLES OF ORGANIZATION
OF
MFS PROPERTIES, LLC

ARTICLE I - NAME:

The name of the limited liability company ("LLC") is: MFS Properties, LLC

ARTICLE II
PERIOD OF DURATION

The period of duration of the LLC is perpetual.

ARTICLE III
ADDRESS

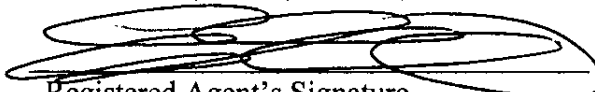
The mailing address and the street of the principal office of the LLC is:
c/o Fredric M. Garvett
18001 Old Cutler Road - Suite 600
Miami, Florida 33157

ARTICLE IV
REGISTERED AGENT, REGISTERED OFFICE
AND REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the LLC's initial registered agent are:

Elizabeth Evans
Silver, Garvett & Henkel, P.A.
18001 Old Cutler Road - Suite 600
Miami, Florida 33157

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


Registered Agent's Signature

ARTICLE V
RIGHT OF THE MEMBERS TO ADMIT ADDITIONAL MEMBERS

The right of the members to admit additional members, and the terms and conditions of the admissions, if given, shall be as provided in the LLC operating agreement.

ARTICLE VI
RIGHT OF REMAINING MEMBERS OF THE LLC TO CONTINUE THE BUSINESS

The right of the remaining members of the LLC to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the LLC shall be as provided in the LLC operating agreement.

ARTICLE VII
MANAGEMENT OF LLC

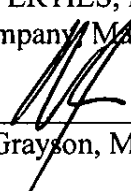
The LLC is to be managed by one or more managers, as provided for in the LLC Operating Agreement and is, therefore, a manager-managed company. No member or other person has been appointed or elected as a managing member of the LLC at the date of the filing of these Articles.

ARTICLE VIII
EXECUTION OF ARTICLES OF ORGANIZATION

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 3rd day of July, 2006.

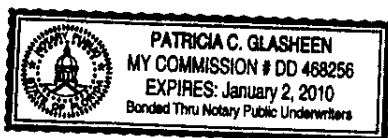
MFS PROPERTIES, LLC, a Florida limited liability company, Manager

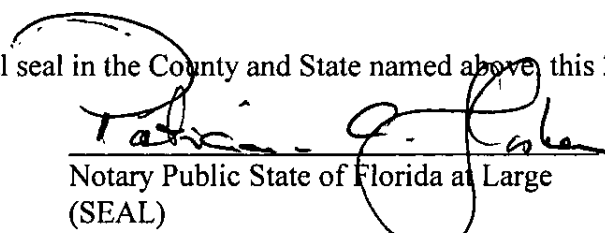
By: 
David Grayson, Managing Member

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me by Mark Shakespeare, Managing Member of MFS of South Florida, LLC, who is personally known to me, and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 3rd day of July, 2006.




Notary Public State of Florida at Large
(SEAL)