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(Requestor's Name)

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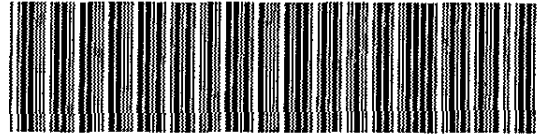
(Business Entity Name)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 OCT 23 AM 8:25

J. BRYAN OCT 25 2006

GLICKMAN, WITTERS AND MARELL, P.A.

ATTORNEYS AT LAW

THE CENTURION

SUITE 1101

1601 FORUM PLACE

WEST PALM BEACH, FLORIDA 33401

GARRY M. GLICKMAN

CURTIS L. WITTERS

BOARD CERTIFIED IN MARITAL AND FAMILY LAW

WILLIAM J. MARELL

ELIZABETH A. MONTOMERY

CINDY A. CRAWFORD

TELEPHONE

(561) 478-1111

TELECOPIER

(561) 478-2433

October 18, 2006

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

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Re: MACDEX

Gentlemen:

We are enclosing one (1) original and a duplicate copy of the Articles of Organization for the above referenced company together with the designation of the place of business and Registered Agent.

Please endorse your approval of the Articles of Organization on the duplicate copy, certify it and return it to us. Enclosed is our check in the amount of \$125.00 for the filing of these documents.

Sincerely,

GLICKMAN, WITTERS & MARELL, P.A.



Garry M. Glickman

GMG:sz

Enclosure

**ARTICLES OF ORGANIZATION**

**OF**

**MACDEX, LLC**

The undersigned member(s) hereby form(s) a limited liability company under the laws of the  
State of Florida:

**ARTICLE I**

**COMPANY NAME**

The name of this company is:

**MACDEX, LLC**

**ARTICLE II**

The term of existence of the Company shall commence on the date the Articles of Organization is  
filed with the Florida Secretary of State, and shall continue perpetually unless dissolved as set forth  
hereafter.

**ARTICLE III**

**MAILING ADDRESS AND STREET ADDRESS OF THE COMPANY**

The mailing address and the street address of the principal office of the limited liability company  
is 400 Clematis Street, Suite 207, West Palm Beach, Florida 33401.

**ARTICLE IV**

**REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS**

The Registered Agent and the street address of the Registered Agent of this Company in the State  
of Florida shall be:

Christina C. MacEachern  
400 Clematis Street, Suite 207  
West Palm Beach, Florida 33401

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#### ARTICLE V

There are two (2) members upon the initial formation of this Company. They are:

Christopher C. MacEachern  
400 Clematis Street  
Suite 207  
West Palm Beach, Florida 33401

Christina C. MacEachern  
400 Clematis Street  
Suite 207  
West Palm Beach, Florida 33401

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The members shall be entitled to admit additional members upon the unanimous consent of all then current members. Any new members shall become a member upon payment of his/her contribution to the capital of the Company and upon such member's agreement to comply with the Articles of Organization, Regulations and Operating Agreement of the Company then in existence.

#### ARTICLE VI

##### DISSOLUTION

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall not dissolve the Company as long as there remains in existence one (1) member. The Company shall dissolve only as provided in the Operating Agreement of the Company.

#### ARTICLE VII

##### MANAGEMENT OF THE COMPANY

The Managing Members, Christopher C. MacEachern and Christina C. MacEachern shall be responsible for the management of the Company, and shall have the full right, power and authority to manage, direct and control all of the business and affairs of the company and to transact business on its behalf.

Notwithstanding the foregoing, the Managing Members shall have the absolute authority to subcontract any management functions of the Company in their sole and absolute discretion.

ARTICLE VIII

RIGHTS, LIABILITIES AND OBLIGATIONS OF MEMBERS

7.1 Liability of Members: No Member shall be personally liable for the expenses, liabilities, debts or obligations of the Company, unless otherwise provided pursuant to Florida Statute §608.

7.2 Return of Capital: No Member shall have the right to demand the return of his/her/its contribution to capital except as provided in the Company's Regulations and Operating Agreement then in existence.

IN WITNESS WHEREOF, the undersigned Member has executed the Articles of Organization, this 5<sup>th</sup> day of October, 2006.

MEMBERS:

  
CHRISTOPHER C. MACEACHERN, AS MEMBER

  
CHRISTINA C. MACEACHERN, AS MEMBER

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STATE OF FLORIDA ]

COUNTY OF PALM BEACH ]

] ss:

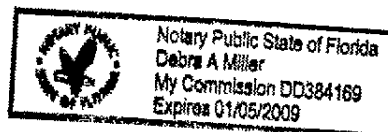
The foregoing instrument was acknowledged before me this 5<sup>th</sup> of October, 2006, by CHRISTOPHER C. MACEACHERN AND CHRISTINA C. MACEACHERN, as Member of the afore-described Articles of Organization, who is personally known to me and did not take an oath.

NOTARY PUBLIC:

SIGN 

PRINT Debra A. Miller

STATE OF FLORIDA AT LARGE (SEAL)  
MY COMMISSION EXPIRES:

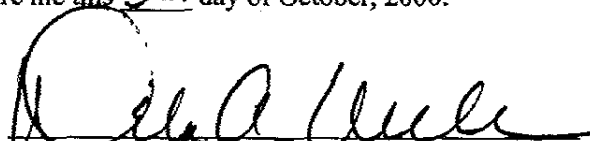


**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

MACDEX, LLC, desiring to organize as a Limited Liability Company under the laws of the State of Florida with its principal office as indicated in the Articles of Organization has named Christina C. MacEachern having an address at 400 Clematis Street, Suite 207, West Palm Beach, Florida 33401, City of West Palm Beach, County of Palm Beach, State of Florida as its agent to accept Service of Process within this State.

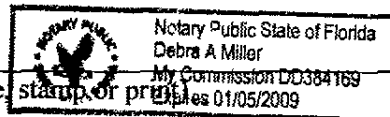
  
CHRISTINA C. MACEACHERN

SWORN TO AND SUBSCRIBED before me this 5th day of October, 2006.

  
NOTARY PUBLIC - STATE OF FLORIDA

Name: \_\_\_\_\_

(Type, stamp, or print)



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**ACKNOWLEDGMENT**

Having been named to accept Service of Process for the above named Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, accept the appointment, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

  
CHRISTINA C. MACEACHERN