

Division of Corporations

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Division of Corporations
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Account Name : BILZIN, SUMBERG BAENA PRICE & AXELROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
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07 JAN 31 AM 10:12**FLORIDA/FOREIGN LIMITED LIABILITY CO.****MFM Partners, LLC**

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**ARTICLES OF ORGANIZATION
OF
MFM PARTNERS, LLC
a Florida limited liability company**

1. The name of the limited liability company is MFM PARTNERS, LLC.
2. The street address of the principal office of the limited liability company is:

1111 Brickell Avenue
Floor 11
Miami, Florida 33131

3. The mailing address of the limited liability company is:

1111 Brickell Avenue
Floor 11
Miami, Florida 33131

4. The name and street address of the initial registered agent of the limited liability company are:

Joseph Del Valle
1111 Brickell Avenue
Floor 11
Miami, Florida 33131

Dated: January 31, 2007



Joseph Del Valle,
Authorized Representative

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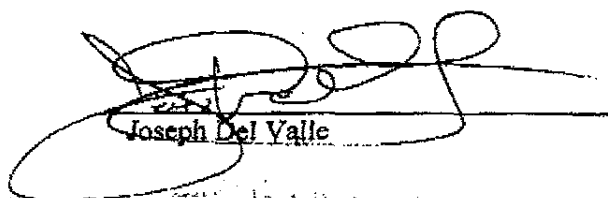
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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, Joseph Del Valle, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: January 31, 2007


Joseph Del Valle

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