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DIVISION OF CORPORATION

CHRISTOPHER P. KELLEY, P.A.

TELEPHONE (305) 893-6004 FACSIMILE (305) 893-7666 ATTORNEY AT LAW 11098 BISCAYNE BOULEVARD SUITE 205 MIAMI, FLORIDA 33161

EMAIL ADDRESS
CPKLAW@BELLSOUTH.NET

May 31, 2007

VIA FEDERAL EXPRESS AIRBILL NO. 8586 9638 0407

Florida Department of State
Division of Corporations - Registration
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE:

C & E RAGS TO RICHES, LLC

(Proposed Limited Liability Company name)

Dear Sir or Madam:

Enclosed is one (1) original and one (1) copy of Articles of Organization or C & E RAGS TO RICHES, LLC, with my check in the amount of \$160.00 for filing same, including:

\$100.00	Filing fee for Articles of Organization and Affidavit.
\$ 25.00	Designation of Registered Agent
\$ 5.00	Certificate of Status
\$ 30.00	Certified copy of Articles

I understand a letter of acknowledgment will be issued free of charge.

Verv truly yours.

CHRISTOPHER P. KELLEY

CPK:rd Enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I NAME

The name of the Limited Liability Company is:

C & E RAGS TO RICHES, LLC

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

The mailing address is:

P. O. Box 415986

Miami Beach, FL 33141

The principal office address is:

1140 N.E. 163 Street, #12

North Miami Beach, FL 33162

ARTICLE III
REGISTERED AGENT, REGISTERED OFFICE,
& REGISTERED AGENT'S SIGNATURE

The name and the Florida address of the Registered Agent are:

CHRISTOPHER P. KELLEY 11098 Biscayne Boulevard, Suite 205 Miami, Florida 33161

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, F.S.

Registered Agent's Signature

ARTICLE IV MANAGER(S) OR MANAGING MEMBER(S)

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

<u>MGRM</u>

CLAUDIA ARRIARAN

16500 N.E. 26 Avenue

North Miami Beach, FL 33160

<u>MGRM</u>

ESNEDA LEE

6362 Collins Avenue Miami Beach, FL 33140

ARTICLE V EFFECTIVE DATE (Optional)

Effective date is the date of filing.

(If an effective date is listed, the date must be specific and cannot be more than five [5] business days prior to or 90 days after the date of filing.)

REQUIRED SIGNATURE:

Signature of a member or an authorized representative of a member

(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 are true.)

CHRISTOPHER P. KELLEY

Typed or printed name of signee