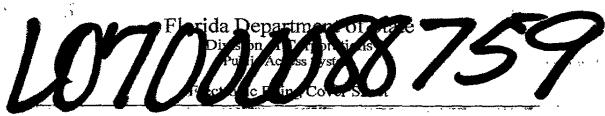
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Page 1 of 1

Division of Corporations



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8/15/2007 Page I of I



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- 1:17 - 51

Division of Corporations

Fax Number : (650) 205-0383

XX Must ret

From:

Account Name

: NATIONAL CORPORATE RESEAR : 1200000000088

Account Number

one : (800)221-0102

Fax Number

(212)564-6083

FLORIDA/FOREIGN LIMITED LIABILITY

MDG Enterprises LLC

DB

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08/29/2007 14:17 #192 P.002/005

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..Erom:

850-205-0381

8/16/2007 8:48 PAGE 001/002 Florida Dept of State

August 16, 2007

NATIONAL CORPORATE RESEARCH, LTD

* SUBJECT: MOG ENTERPRISES LLC

REF: W07000039967

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The state of the s

C 160 M. M. C.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division s records at www.sunbiz.org.

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6984.

08/29/2007 14:18 #192 P.003/005

,F*om

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8/16/2007 8:49 PAGE 002/002

Florida Dept of State

Deborah Bruce Document Specialist FAX Aud. #: H07000206067 Letter Number: 507A00049877

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I – Name: The name of the Limited Liability Company is:	
Martin Gruss Enterprises LLC	
ARTICLE II Address: The mailing address and street address of the principal office of the Limited Liability Company is:	
Phillip's Point East Tower, Suite 801 777 South Flagler Drive West Palm Beach. Florida 33401	
ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida street address of the registered agent are:	
National Corporate Research, Ltd., Inc.	Ŋ
515 East Park Avenue Florida street address (P.O. Box NOT acceptable)
Tallahassee, Florida 32301 City, State, and Zip	

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 states 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.

An Marie Cummina

Registrated Agent's Signature

ANN MORIA CUBAINS

ASST. SECY.

ARTICLE IV -- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

Martin D. Gruss

1574 South Ocean Blvd. Palm Beach, Florida 33480

Howard Guberman

687 Madison Avenue, 3rd Floor New York, New York 10021

REQUIRED SIGNATURE:

or an authorized representative of a member

(In accordance with section 808,408(3), Florkia Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Pearl Polifika, authorized representative
Typed or printed name of signee

Filing Fees: \$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)