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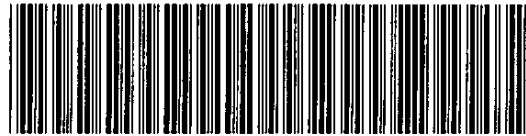
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TALLAHASSEE, FLORIDA

Merson Group
2201 NW Corporate Blvd.
Suite 108
Boca Raton, Florida 33431
Tel: 561-994-9381; Fax 561-994-2170

August 27, 2007

**Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314**

SUBJECT: MG, LLC

Dear Ladies and Gentlemen

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jon O. Fullerton, Esq.
MG, LLC
2201 N.W. Corporate Boulevard
Suite 108
Boca Raton, Florida 33431

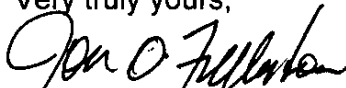
For further information concerning this matter, please call:

Jon O. Fullerton, Esq. at (561) 994-9381

Enclosed is a check for the filing fee in the amount of \$125.00.

Thank you for your help.

Very truly yours,


Jon O. Fullerton



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 4, 2007

JOHN O. FULLERTON ESQ.
2201 NW CORPORATE BLVD., STE. 108
BOCA RATON, FL 33431

SUBJECT: MG, LLC
Ref. Number: W07000043487

We have received your document for MG, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The document number of the name conflict is P97000084438.

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) 245-6967.

Leslie Sellers
Document Specialist

Letter Number: 507A00052620

Merson Group
2201 NW Corporate Blvd.
Suite 108
Boca Raton, Florida 33431
Tel: 561-994-9381; Fax 561-994-2170

September 12, 2007

**Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314**

**SUBJECT: MGAC, LLC (previously submitted under name of MG, LLC)
Reference Number W07000043487**

Dear Ladies and Gentlemen

The enclosed Articles of Organization and fee(s) are submitted for filing replacing the articles previously submitted under the name of MG, LLC. Please apply our check to the filing fee for this document.

Please return all correspondence concerning this matter to the following:

Jon O. Fullerton, Esq.
MGAC, LLC
2201 N.W. Corporate Boulevard
Suite 108
Boca Raton, Florida 33431

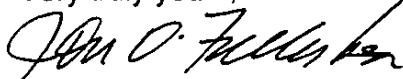
For further information concerning this matter, please call:

Jon O. Fullerton, Esq. at (561) 994-9381

Enclosed is a check for the filing fee in the amount of \$125.00.

Thank you for your help.

Very truly yours,


Jon O. Fullerton

ARTICLES OF ORGANIZATION

OF

MGAC, LLC

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company ("Limited Liability Company") under Chapter 608 of the Florida Statutes and the laws of the State of Florida.

ARTICLE I

The name of the Limited Liability Company is:

MGAC, LLC

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company shall be: 2201 N.W. Corporate Boulevard, Suite 108, Boca Raton, Florida 33431, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the manager.

ARTICLE III

This Limited Liability Company may engage in any activity or activities permitted under the laws of the State of Florida.

ARTICLE IV

This Limited Liability Company shall commence its existence immediately upon the filing of these Articles of Organization with the Secretary of State of

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TALLAHASSEE, FLORIDA

Florida and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The name and mailing and street address of the initial registered agent of this Limited Liability Company shall be Jon O. Fullerton, Esq., 2201 N.W. Corporate Boulevard, Suite 108, Boca Raton, Florida 33431.

ARTICLE VI

The name and mailing and street address of the initial sole Managing Member of the Limited Liability Company is Robert M. Merson, 2201 N.W. Corporate Boulevard, Suite 108, Boca Raton, Florida, 33431.

ARTICLE VII

The name and mailing and street address of the initial members of the Limited Liability Company are:

Robert M. Merson
2201 N.W. Corporate Boulevard
Suite 108
Boca Raton, Florida 33431

Arlene D. Merson
2201 N.W. Corporate Boulevard
Suite 108
Boca Raton, Florida 33431

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I, Robert M. Merson, the undersigned, being the Managing Member hereinbefore named, for the purpose of forming a Limited Liability Company to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Organization hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 12 day of September, 2007.

By: Robert M. Merson
Robert M. Merson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

MGAC, LLC

2. The name and the Florida street address of the registered agent are:

Jon O. Fullerton, Esq.
2201 N.W. Corporate Boulevard
Suite 108
Boca Raton, Florida 33431

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.


Jon O. Fullerton, Esq.

Date: September 12, 2007

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TALLAHASSEE, FLORIDA

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