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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : TAX HOUSE CORPORATION
Account Number : I20000000137
Phone : (954) 782-4000
Fax Number : (954) 782-8252

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08 JAN 25 AM 8:37

FLORIDA/FOREIGN LIMITED LIABILITY CO.

M.H.C. CONSULTING SERVICES, LLC

Certificate of Status	0
Certified Copy	0
Page Count	06
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W08-4019

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January 25, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

TAX HOUSE CORPORATION

SUBJECT: M.H.C. CONSULTING SERVICES, LLC
REF: W08000004019

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.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

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) 245-6043.

Joey Bryan
Regulatory Specialist II

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ARTICLES OF ORGANIZATION OF:

M.H.C. CONSULTING SERVICES, LLC.

The undersigned subscriber to these Articles of Organization is a Natural Person competent to contract and hereby form a Limited Liability Company under the provisions of Chapter 608.407 of the Florida Statutes.

ARTICLE I – NAME

The name of this Limited Liability Company shall be
M.H.C. CONSULTING SERVICES, LLC.

ARTICLE II – ADDRESS

The principal office address of this Company shall be:
1100 S Federal Hwy Ste 1124 - Deerfield Beach, FL 33441
and the mailing address of this Company shall be:
185 SE 14th Terrace – Room 1401 – Miami, FL 33131

ARTICLE III – DURATION / TERM OF EXISTENCE

This Company shall commence its existence on the date of the filing of these Articles with the Department of State. The existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV – PURPOSE OF BUSINESS AND POWERS

This Company may engage in any legal and lawful activity or business permitted under the laws of the United States and of this state. This Company may exercise all power and rights which a limited liability company may exercise under the Florida Limited Liability Company Act.

ARTICLE V – CAPITAL CONTRIBUTIONS

The members of this Company shall contribute to the capital of the Company the cash or property set forth in a written subscription agreement.

ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to this company only on the unanimous consent of all the members.

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H08000019417 3**ARTICLE VII – ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to this Company except with the unanimous consent of the majority of the members of this Company and on the terms determined by these Articles of Organization.

ARTICLE VIII – RESTRICTION ON MEMBERSHIP

A member may transfer his or her interest in this Company as set forth in the regulations of this Company, but the transferee shall have no right to participate in the management of the business and affairs of this Company or become a member unless the majority of the members of this Company other than the member proposing to dispose of his or her interest approve the proposed transfer by written consent.

ARTICLE IX – MANAGEMENT

This Company shall be managed by the members in accordance with the regulations adopted by the members for the management of the business and affairs of this company. These regulations may contain any provisions for the regulation and management of the affairs of this Company not inconsistent with law or these Articles of Organization.

NAME	ADDRESS
Gilbert Marino Member/Manager	1100 S Federal Hwy Ste 1124 Deerfield Beach, FL 33441

ARTICLE X – AMENDMENT

These Articles of Organization may be amended in accordance with the Florida Limited Liability Company Act.

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H08000019417 3**ARTICLE XI – MEMBERS RIGHT TO CONTINUE BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this Company, the remaining members shall have the right to continue the business provided there is at least one remaining member.

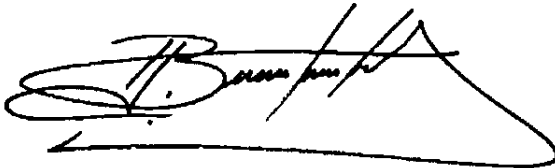
ARTICLE XII – DISSOLUTION

This Company may be dissolved at any time on the affirmative vote of at least two thirds (2/3) of majority of the members of this Company entitled to vote thereon. On dissolution, the Company's property and assets shall, after payment of all debts of the Company, be distributed to the members according to the preceding contribution of each one to the capital of this Company.

ARTICLE XIII – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company shall be **1100 S Federal Hwy, Deerfield Beach, FL, 33441**, and the name of the initial registered agent of this Company at that address is **Tax House Corporation**.

IN WITNESS WHEREOF, the undersigned being the original members/organizers here in above named for the purpose of forming a Company to do business in the State of Florida, under the laws of the State of Florida, do make and file these Articles of Company, here by declaring and certifying that the facts herein stated all true set forth and hereunto set our hands and seals this **January 25, 2008**.



Tax House Corporation - Registered Agent
Breno Gomes - Incorporator

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Company is ***M.H.C. CONSULTING SERVICES, LLC.***
2. The name and address of the registered agent and office is:

TAX HOUSE CORPORATION

Registered Agent

1100 S Federal Hwy

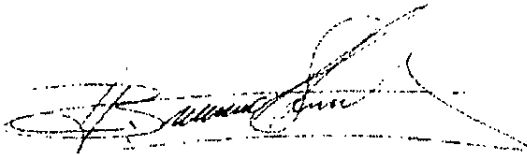
Address

Deerfield Beach, FL 33441

City - State - Zip

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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 the capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my position as registered agent as provided for in Chapter 608 - F.S.



Breno R. Gomes - President (Signature)

January 25, 2008

(Date)

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