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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 : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561) 694-8107
Fax Number : (561) 694-1639

L. SELLERS

MAR 25 2008

EXAMINER

FLORIDA/FOREIGN LIMITED LIABILITY CO.

MSGMAC, LLC

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March 19, 2008

FLORIDA DEPARTMENT OF STATE

Division of Corporations

CORPORATE CREATIONS INTERNATIONAL INC.

SUBJECT: MSG COMPANY, LLC
REF: W08000014486

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 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 L18067.

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

FAX Attn. #: H08000069208
P.O. BOX 6327 - Tallahassee, Florida 32314

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FLORIDA DEPT OF STATE



Regulatory Specialist II

Letter Number: 208A00016545

FLORIDA DEPARTMENT OF STATE
Division of Corporations

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
MSGMAC, LLC

Article II. Address

The street and mailing address of the Company's initial principal office is:
MSGMAC, LLC
2470 Sunney Breeze Avenue
Largo FL 33770

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Joseph F. Pippen, Esq.
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
1920 East Bay Drive
Largo FL 33771

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Joseph F. Pippen, Esq. 1 FL Bar Member
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
1920 East Bay Drive
Largo FL 33771
727 586 3306

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Article V. Distribution of Profits

Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any distribution of profits.

Article VI. Management

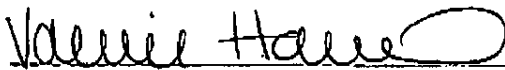
This will be a manager-managed company. The name and address of each manager is:

MICHAEL A. CARROLL
2470 Sunney Breeze Avenue
Largo FL 33770
MICHELLE R. CARROLL
2470 Sunney Breeze Avenue
Largo FL 33770

Article VII. Company Existence

The Company's existence shall begin effective as of March 24, 2008.

The undersigned authorized representative of a member executed these Articles of Organization on March 24, 2008.



JOSEPH F. PIPPEN, ESQ.
by Valeric Hawk as attorney-in-fact

Joseph F. Pippen, Esq. | FL Bar Member
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
1920 East Bay Drive
Largo FL 33771
727 586 3306

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STATEMENT OF REGISTERED AGENT

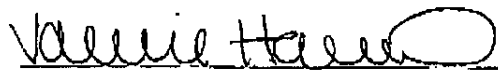
LIMITED LIABILITY COMPANY:

MSGMAC, LLC

REGISTERED AGENT/OFFICE:

Joseph F. Pippen, Esq.
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
1920 East Bay Drive
Largo FL 33771

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JOSEPH F. PIPPEN, ESQ.
by Valerie Hawk as attorney-in-fact

Date: March 24, 2008.

Joseph F. Pippen, Esq. I FL Bar Member
Law Offices of Joseph F. Pippen, Jr. & Associates, PL
1920 East Bay Drive
Largo FL 33771
727 586 3306

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