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FLORIDA/FOREIGN LIMITED LIABILITY CO.

MMK PARTNERS, LLC

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EXAMINER

11/10/2008

ARTICLES OF ORGANIZATION

MMK Partners, LLC

The undersigned hereby agree(s) to organize a limited liability company under the laws of the State of Florida, Chapter 608, with the following Articles of Organization.

ARTICLE I

The limited liability company name shall be:

MMK Partners, LLC

ARTICLE II

The company shall exist in perpetuity from the date of filing unless terminated earlier per Florida Statute 608.

PURPOSE

The company purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon company.

ARTICLE IV PRINCIPAL OFFICE

The post office address, street address, and mailing address of the principal office of the limited liability company is: 2600 Island Bivd., Suite 2906, Aventura, Florida 33160, or at any other location that the Members choose to designate.

This document was propared by: Brett Feinstein, Esquire Florida Bar No. 953120 407 Lincoln Road, Suite 2A, Miami Beach, Florida 33139 (305) 672-7772

ARTICLE V INITIAL REGISTERED AGENT

The Initial Registered Agent of the company is: Brett Feinstein, Esquire, 407 Lincoln Road, Suite 2A, Miami Beach, Florida, 33139, and the street address of the registered office is: 407 Lincoln Road, Suite 2A, Miami Beach, Florida, 33139.

ARTICLE VI INITIAL BOARD OF MANAGERS

The business of the company shall be managed by an initial Board of Managers consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name and address of the first Board of Managers who shall serve until the first annual meeting of the members or until their successors are elected and qualified shall be:

NAMES

ADORESSES

MENACHEM KALACH

2600 Island Blvd., Suite 2906 Aventura, Florida 33160

ARTICLE VII
POWERS OF MANAGER(S)

The Manager(s) shall exercise all powers conferred by law.

ARTICLE VIII INDEMNIFICATION

The company shall indemnify any and all of its managers or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their company capacity.

ARTICLE IX AMENDMENTS

The company reserves the right to amend, after, change or repeal any or all provisions of the Articles of Organization in the manner now or hereafter prescribed by Florida Statutes.

ARTICLE X
MEMBERS

There are at least one Member of this company. The names and addresses of the initial Member of the company is as follows:

NAMES

ADDRESSES

MENACHEM KALACH

2600 Island Blvd., Suite 2906 Aventura, Florida 33160

ARTICLE XI ADDITIONAL CONTRIBUTIONS TO CAPITAL

Should all Members agree at a regular or special meeting of Members of this limited liability company that additional capital is needed then, in that event, it shall be contributed by all members within a reasonable time as determined at the meeting.

ARTICLE XII ADDITIONAL MEMBERS

Should all members agree at a regular or special meeting of the members of this limited liability company that additional members may be admitted, then additional members shall be admitted upon payment of cash or contribution of capital assets per the agreement of all members to accept the same.

ARTICLE XIII CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of members in this limited liability company, the other members have the right to continue the business of the company as reconstituted without the departing members, pursuant to the terms and conditions as set forth in the company's by-laws.

forth in the company's by	-laws.	
	REOF, the undersigned, being the or cles of Organization this do	
	By: MENACHENTRAY	ACH
STATE OF		
COUNTY OF		on distance Months
produced	undersigned authority, personally for identification and w uticles of Organization and he ac	vho has taken an oath and who
	e purposes therein expressed.	knowledged before the that he
	and official seal in the County and !	State aforementioned this
	NOTARY PUBLIC STATE OF	200 SE TAL
My Commission Expires:		TILE 2000 NOV 10 . SECRETARY O ALLAHASSEE.
		FLOT &

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited hability company, at the place designated in these Articles of Organization. I hereby accept to act in this capacity, and agree to comply with the profesions in Chapter 608, Florida Statutes, relative to keeping open said office.

BRETT FEINSTEIN REGISTERED AGENT

MON 10 A 8: 18
SECRETARY OF STATE

AUTHENTICATION OF SIGNATURE

I the undersigned, Rephael Levit, advocate and Notary, at 12 Menachem Begin st., Ramat Gan 52700, Israel hereby certify that on 6/10/08 there appeared before me at my office:

- Mr. Menachem Kalach whose identity was proved to me by Identity Booklet no. 000014399 issued by The Ministry of the Interior at Jerusalem on 4/3/87.
- Ms. Amalya Bahat whose identity was proved to me by Identity Booklet no. 050490333 issued by The Ministry of the Interior at Tel Aviv-North on 3/2/03.

And signed of their own free will the attached document marked A.

In witness where of I hereby authenticate the signatures of Mr. Menachem Kalach And Ms. Amalya Bahat by my own signature and seal day. 6/10/08.

s paid: 166 NIS including VAF

חתימת הנוטריון Signature

אימות חתימה

אני החתום מטה רפאל לויט; עורך דין ז נוטריון, מרחי מנחם בגין 12, רמת גן 52700, מאשר כי ביום זי תשרי התשסייט ניצבו לפני במשרדי

- מר מנחם קלך שזהותו הוכחה לי על פי תעודת זהות מספר 000014399 שהוצאה על ידי משרך תפנים בירושלים ביום ני אדר תשמיז
- גבי עמליה בהט שזחותה הוכחה לי על פי תעודת זחות מספר 050490333 שהוצאה על ידי משרד הפנים בתייא-צפון ביום אי באזר אי תשסייג.

וחומו מרצונם החופשי על המסמך המצורף והמסומן באות אי.

ולראית חנני מאמתות את חתימתם של מר מנחם קלך וגבי עמלית בחט בחתימת ידי ובחותמי, היום <u>זי</u> תשרי חתשסייט.

שכרי בסך 164 ש"ח כולל מעיימ שולם.



ZOOR NOV 10 A 8: 18
SECRETARY OF STATE