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01/23/09--01014--019 **78.75

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2009 JAN 23 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

C. LEWIS
JAN 29 2009
EXAMINER

WELBAUM GUERNSEY
ATTORNEYS AT LAW

Robert J. Black
Partner
Rblack@Welbaum.com

January 19, 2009

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Request to file Articles of ^{Organization} Incorporation of M & S Enterprises of South Florida, ~~Inc.~~ ^{LLC}

Gentlemen:

I am enclosing an original and a copy of the Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$78.75 is enclosed which represents the filing fee as well as the fee for a certified copy.

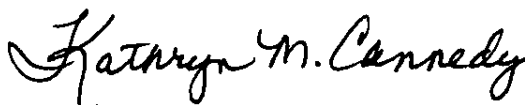
Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Furthermore, I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your attention to this matter.

Sincerely,

WELBAUM, GUERNSEY, HINGSTON, GREENLEAF,
GREGORY, BLACK, RUNE & THOMAS, LLP.



Kathryn M. Cannedy
Legal Assistant to Robert J. Black

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 27, 2009

WELBAUM GUERNSEY / KATHRYN M. CANNEDY
901 PONCE DE LEON BLVD.
PENTHOUSE SUITE
CORAL GABLES, FL 33134-3009

SUBJECT: M & S ENTERPRISES OF SOUTH FLORIDA, L.L.C.
Ref. Number: W09000004032

We have received your document for M & S ENTERPRISES OF SOUTH FLORIDA, L.L.C. and check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$76.25. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return the corrected original and one copy of 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) 245-6047.

Carolyn Lewis
Regulatory Specialist II
Registration Section

Letter Number: 109A00002933

WELBAUM GUERNSEY

ATTORNEYS AT LAW

Robert J. Black
Partner
Rblack@Welbaum.com

January 28, 2009

Florida Department of State
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Attention: Caroline Lewis

Re: Request to file Articles of Organization of M & S Enterprises of South Florida, Inc.

Dear Ms. Lewis:

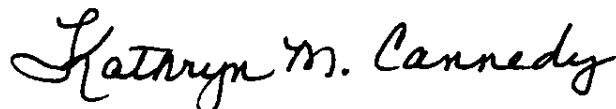
I am enclosing our check in the amount of \$76.25 representing the balance due to file the above referenced L.L.C. This check along with the check you are now holding in the amount of \$78.75 represents the filing fee as well as the fee for a certified copy.

Please file the original of Articles of Organization you are holding for us and return a certified copy to the undersigned in the enclosed Federal Express Envelope.

Thank you very much for holding our filing and working me over the telephone to straighten this out. If there are any questions, please call me at (305) 441-8900.

Sincerely,

WELBAUM, GUERNSEY, HINGSTON, GREENLEAF,
GREGORY, BLACK, RUNE & THOMAS, LLP.



Kathryn M. Cannedy
Legal Assistant to Robert J. Black

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ARTICLES OF ORGANIZATION

OF

M & S ENTERPRISES OF SOUTH FLORIDA, L.L.C.

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2009 JAN 23 PM 2: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned authorized representative of a member subscribes to these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this limited liability company (the "Company") is: M & S ENTERPRISES OF SOUTH FLORIDA, L.L.C.

ARTICLE II - TERM OF EXISTENCE

This limited liability company is to exist perpetually and shall commence existence on January 15, 2009.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the company is organized are:

1. To transact any and all lawful businesses for which a limited liability company may be formed under the laws of the State of Florida.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - ADDRESS

The street address of the initial principal office of the company is: 12330 S.W. 193rd Street, Miami, Florida 33177 and the name of its initial Registered Agent and his address are: MAIVI GONZALEZ, 12330 S.W. 193rd Street, Miami, Florida 33177.

ACKNOWLEDGMENT:

HAVING BEEN NAMED TO ACCEPT THE SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING SAID OFFICE OPEN.

By: _____


MAIYI GONZALEZ
REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

ARTICLES V - INITIAL MEMBERS

The names of the initial members of the Company are:

- 1. MAIVI GONZALEZ
12330 S.W. 193rd Street
Miami, Florida 33177

ARTICLE VI - MANAGEMENT

The Company is to be managed by one or more member as provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, these Articles have been subscribed on this, the 15 day of January, 2009.

Under penalties of perjury, I declare that I have read the foregoing, and the facts alleged are true, to the best of my knowledge and belief.



 MAIVI GONZALEZ-

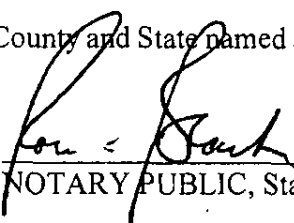
STATE OF FLORIDA)
)
 COUNTY OF MIAMI-DADE)

SS:

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly appointed in the State and County named above to take acknowledgments, personally appeared, MAIVI GONZALEZ, to me known to be the person described as the authorized representative in and who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to these Articles of Organization.

WITNESS, my hand and official seal in the County and State named above, this 15 day of January, 2009.

My Commission Expires:



 NOTARY PUBLIC, State of Florida

