

**CORPORATE
ACCESS,
INC.**

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1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) M. H. P. Group Eight, L.C.
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

Name Availability	<u>MAA</u>
Document Examiner	<u>MAA</u>
Updater	<u>MAA</u>
Updater Verifier	<u>MAA</u>
Acknowledgement	<u>MAA</u>
W. P. Verifier	<u>MAA</u>

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**ARTICLES OF ORGANIZATION
OF
M.H.P. Group Eight, L.C.**

The undersigned, for the purpose of forming a limited liability company under Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I-NAME

The name of the limited liability company will be M.H.P. Group Eight, L.C.

ARTICLE II-ADDRESS

The mailing address and street address of the principal office of the company shall be: M.H.P. Group Eight, L.C., 6403 NW102 Ter., Parkland, Florida 33076

ARTICLE III-DURATION

The company shall commence its existence on the date there articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV-REGISTERED OFFICE AND AGENT

Then name and address of the registered agent of the company in the State of Florida is: Hugh Stewart, 6403 NW102 Ter., Parkland, Florida 33076.

ARTICLE V-CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in the attached Exhibit "A".

ARTICLE VI-ADDITIONAL CAPITAL CONTRIBUTIONS

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

ARTICLE VII-ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except the with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other

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members of the company other than the member proposing to dispose of his or her interest approve the proposed transfer by unanimous written consent.

ARTICLE VIII-TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all remaining members, provided there are at least two remaining members.

ARTICLE IX-MANAGEMENT

The company shall be managed by one or more managers in accordance with regulations adopted by the managers for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The power to alter, amend, or revoke the regulations shall be vested in the managers. The name and address of the initial members of the company are:

Helen Stewart
6403 NW102 Ter.
Parkland, Florida 33076

Hugh Stewart
6403 NW102 Ter.
Parkland, Florida 33076

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at _____, Florida, on this ____ day of December, A.D., 1998.

Hugh Stewart

Hugh Stewart, Organizer/Managing Member

STATE OF FLORIDA
COUNTY OF Broward

Sworn to (or affirmed) and subscribed before me this 24 day of December, A.D., 1998, by Hugh Stewart, who is personally known to me or who produced Florida as identification.

Linda Esposito
S363-320-58-364-0
Printed Name: LINDA ESPOSITO



Linda Esposito
MY COMMISSION # CC759189 EXPIRES
July 14, 2002
BONDED THRU TROY FAIN INSURANCE, INC

***CERTIFICATION OF DESIGNATION
OF REGISTERED AGENT AND REGISTERED OFFICE***

Pursuant of the provisions of Section 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is; M.H.P. Group Eight, L.C.

The name of the registered agent is; Hugh Stewart, 6403 NW 102nd Terr., Parkland, Florida 33076.

Dated this 24 day of December, A.D., 1998.

By: Hugh Stewart
Hugh Stewart, Organizer

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.

Dated this 24 day of December, A.D., 1998.

Hugh Stewart
Hugh Stewart, Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
TO LIMITED LIABILITY COMPANY**

STATE OF FLORIDA

COUNTY OF Broward

The undersigned member or authorized representative of M.H.P. Group Eight, L.C., deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by members is \$250,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$0.00. A description of property is attached and made a part hereto, if any.
4. The total amount of cash or property anticipated to be contributed by members is \$250,000.00. This total includes amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NAUGHT.

Dated: 12/24/98, 1998.

Hugh Stewart
HUGH STEWART-Organizer

Sworn to (or affirmed) and subscribed before me this 24 day of December, A.D., 1998, by Hugh Stewart, who is personally known to me or who produced FLORIDA as identification.

Linda Esposito
Printed Name: LINDA ESPOSITO



Linda Esposito
MY COMMISSION # CC759189 EXPIRES
July 14, 2002
BONDED THRU TROY FAIN INSURANCE, INC.



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