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RESOLUTIONS OF THE MEMBERS OF M & F INVESTMENTS, L.L.C.

The undersigned, constituting all the members of the above company, an Alabama limited liability company (the "Company"), acting without notice or a meeting, hereby waive notice and the holding of such meeting and consent to, adopt and vote in favor of the following, such consent to have the same effect as the unanimous vote of the members at a meeting duly called and held:

WHEREAS, the Company has decided it is in their best interests to transact business in Florida;

NOW, THEREFORE, BE IT RESOLVED, that the Company will apply for authorization to transact business in Florida and will assume in Florida the name "M & F Investments of Alabama, L.L.C."

Approved and adopted as of May 20, 1998.

	Ralph W. McCury, Sr., Member	
Bv:		

Mike Falconite, Member

By: Roll William Sn.

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Mike Falconite, Member