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CORP. NAME:	JMP Ocean 1	wo GP, LLC	
	( ) TRADEMARK/SERVICE MARK ( ) LIMITED PARTNERSHIP ( ) MERGER	CORST :	APRILLS -
	COST LI	MIT: 8 4-4-00	i .
PLEASE RETURN:  ( CERTIFIED COPY  ( ) CERTIFICATE OF STATU	( ) CERTIFICATE OF GOOD STANDING S	( ) PLAIN STAMPED COPY	
Examiner's Initials			

## STATE OF FLORIDA ARTICLES OF ORGANIZATION OF JMP OCEAN TWO GP, LLC

These Articles of Organization of JMP OCEAN TWO GP, LLC, a Florida limited liability company (the "Company"), dated as of the [3] day of January, 2000, are being duly executed and filed by Jorge M. Perez, as its sole member, who is authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes).

ARTICLE I - Name:

The name of the limited liability Company is:

JMP OCEAN TWO GP, LLC.

ARTICLE II - Address: The principal address and mailing address of the Company is: 2828 Coral Way, Penthouse Suite, Miami, Florida 33145.

## ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:

The Registered Agent and Registered Office for service of process is as follows:

Name:

Jorge M. Perez

Address:

2828 Coral Way, Penthouse Suite

Miami, Florida 33145

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.

Jørge M. Perez, Registered Agent

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organ as of the date first above written.

Jorge M. Perez, its Sole Member