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**LIMITED LIABILITY COMPANY  
J & J MANAGEMENT LLC**

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**ARTICLES OF ORGANIZATION**

**OF**

**J & J MANAGEMENT LLC**

**ARTICLE I**

**Name**

The name of this limited liability company is J & J MANAGEMENT LLC (hereinafter "the Company").

**ARTICLE II**

**Address**

The principal street and mailing address of the Company is 2665 S. Bayshore Drive, Suite 703, Miami, FL 33133.

**ARTICLE III**

**Duration**

The Company's existence shall commence upon the filing of these Articles of Organization with the Florida Department of State and said existence shall be perpetual.

**ARTICLE IV**

**Initial Registered Office and Agent**

The name and mailing address of the initial registered office and the initial registered agent of the Company is:

World Corporate Services, Inc.  
2665 South Bayshore Drive, Suite 703  
Miami, Florida 33133

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**ARTICLE V**

**Purpose**

The Company shall be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which Limited Liability Companies shall be created under § 608.404, Fla. Stat., as amended and supplemented.

**ARTICLE VI**

**Organizer & Authorized Representative**

The name and street and mailing address of the person signing these Articles as Organizer is:

Albert J. Lazo, Esq.  
Richards and Polansky, P.A.  
2665 South Bayshore Drive, Suite 703  
Miami, Florida 33133

**ARTICLE VII**

**Management**

The Company will be managed by at least (1) manager and is, therefore, a manager-managed company. The following shall be the initial managers:

James Wallace  
2665 South Bayshore Drive, Suite 703  
Miami, Florida 33133

Jane Mary Wallace  
2665 South Bayshore Drive, Suite 703  
Miami, Florida 33133

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

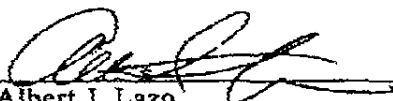
  
Albert J. Lazo, Authorized Representative

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**ORGANIZER**  
**AND**  
**AUTHORIZED REPRESENTATIVE**

IN WITNESS WHEREOF, I have made and subscribed these Articles of Organization this 8<sup>th</sup> day of March 2004.

  
Albert J. Lazo

STATE OF FLORIDA            )  
  ) SS:  
COUNTY OF MIAMI-DADE    )

I HEREBY CERTIFY that on this day, before me, personally appeared Albert J. Lazo, who is well known to me to be the person described in and who executed these Articles of Organization as Organizer and Authorized Representative, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me at the County and State last aforesaid this 8<sup>th</sup> day of March, 2004.



  
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