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FLORIDA/FOREIGN LIMITED LIABILITY CO

JMP Holdings GP, LLC

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Transmittal Cover Sheet

TO Florida Secretary of State
Company Division of Corporations
Fax Number (850) 205-0383
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FROM Heather Irving
File Number 010840.080000
Comments

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TALLAHASSEE, FLORIDA

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Re: (((H06000302218 3)))

Attached please find Articles of Organization of JMP Holdings GP, LLC for filing.

Date December 27, 2006
Time
No. Pages Including this cover sheet 3

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STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
JMP HOLDINGS GP, LLC
(a Florida limited liability company)

These Articles of Organization of JMP HOLDINGS GP, LLC, a Florida limited liability company (the "Company"), dated as of December 19, 2006, are being duly executed and filed by Angel Hernandez, 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 HOLDINGS GP, LLC

ARTICLE II - Address: The principal address and mailing address of the Company is: 315 S. Biscayne Blvd
3rd Floor, Miami, Florida 33131.

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: Corporate Creations Network, Inc.
Address: 11380 Prosperity Farms Road, Suite 221E
Palm Beach Gardens, FL 33410

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 Liability Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.

CORPORATE CREATIONS NETWORK, INC.

By: Maria Areiza
Name: Maria Areiza
Title: Assistant VP
Corporate Creations

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

Angel Hernandez
Angel Hernandez, Authorized Person

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TALLAHASSEE, FLORIDA

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