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WILLIAM C. McINTYRE, P.A.

3561 S.W. CORPORATE PARKWAY
PALM CITY, FLORIDA 34990

(561) 288-3000
FAX (561) 288-2493

WILLIAM CASBY McINTYRE

June 8, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

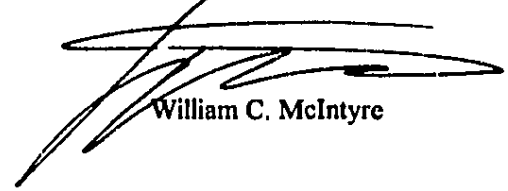
Re: JMBJ, L. C.

400001905574
-07/26/96--01058--003
****285.00 ****285.00

To Whom It May Concern:

Enclosed is the original Articles of Organization and Affidavit of Membership and Contributions of JMBJ, L. C., together with our firm check in the amount of \$285.00 for the filing fee. Kindly return the filing acknowledgment to me at the above address.

Very truly yours,



William C. McIntyre

WCM/cb
Enclosures

FILED
96 JUL 26 AM 8:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 7/31/96

ARTICLES OF ORGANIZATION

OF

JMBJ, L. C.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, as the Authorized Agent of the Members of JMBJ, L. C., a Limited Liability Company, hereby makes, executes and acknowledges these Articles of Organization under the Florida Limited Liability Company Act, for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I

Name

The name of the Limited Liability Company is JMBJ, L. C.

ARTICLE II

Duration and Commencement of Existence

The duration of the Limited Liability Company shall be no longer than thirty (30) years from the commencement of its existence. The existence of the Limited Liability Company shall commence at the time of filing these Articles of Organization by the Department of State of the State of Florida.

ARTICLE III

Purpose and Powers

The Limited Liability Company is organized for the purpose of transacting any and all lawful business for which Limited Liability Companies may be formed under the laws of any jurisdiction in which the Limited Liability Company may operate. The Limited Liability Company

shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all powers as set forth in the Florida Limited Liability Company Act.

ARTICLE IV

Street Address and Place of Business of Limited Liability Company

The street address and place of business of the Limited Liability Company shall be:

514 S.E. Port St. Lucie Boulevard
Port ST. Lucie, Florida 34985

ARTICLE V

Registered Office and Agent

The street address and registered office of the Limited Liability Company's initial registered office shall be:

William C. McIntyre, P. A.
3561 S.W. Corporate Parkway
Palm City, Florida 34990

The name of the Limited Liability Company's initial registered agent at such address is William C. McIntyre.

ARTICLE VI

Additional Members

The Members of the Limited Liability Company have reserved the right to admit additional Members upon the unanimous approval of all of the Members of the Limited Liability Company.

ARTICLE VII

Continued Business

The Members of the Limited Liability Company have reserved the right to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion,

bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued Membership of a Member in the Limited Liability Company, the terms and conditions of which continuation are set forth in the Membership Agreement, a copy of which is on file at the registered office of the Limited Liability Company.

ARTICLE VIII

Management

The Limited Liability Company is to be managed by a Manager. The name and address of the Manager who shall serve as Manager of the Limited Liability Company until the first annual meeting of Members or until his successor is elected and qualified is as follows:

| | |
|---------------|---|
| James B. Carr | 514 S.E. Port St. Lucie Boulevard Port St. Lucie, FL 34984 |
|---------------|---|

ARTICLE IX

Return of Contributions

Any Member who has made a contribution to the Limited Liability Company has a right to demand and receive the property of the Limited Liability Company in return for his or its contribution in the event sufficient cash is not available.

ARTICLE X

Indemnification

The Limited Liability Company shall indemnify any Members, officers or agents, or any former Members, officers or agents, to the full extent permitted by law.

ARTICLE XI

Amendment

This Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the Members of the Limited Liability Company is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Organization have been executed this 23rd day of July, 1996.


William C. McIntyre

STATE OF FLORIDA)
COUNTY OF MARTIN)

The foregoing instrument was acknowledged before me this 23rd day of July, 1996, by William C. McIntyre, who is personally known to me or provided _____ as identification.

(Notary Seal)

Cathy J. Bartels
Printed Name: Cathy J. Bartels
Notary Public, State of Florida
Commission No.:
My Commission Expires:

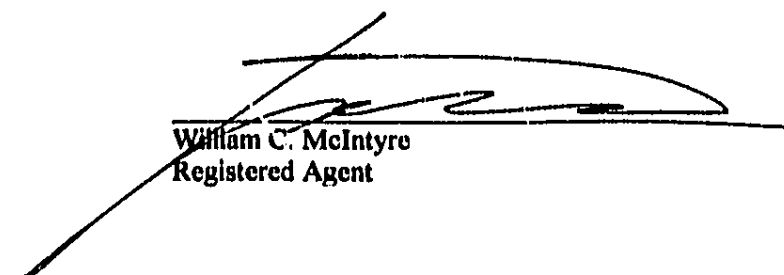


CATHY J. BARTELS
COMMISSION # CC 468013
EXPIRES SEP 23, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of JMB, L. C., and agrees to comply with the provisions of the laws of Florida, including Sections 48.091, 608.415 and 608.416, Florida Statutes.

Dated: July 23, 1996



William C. McIntyre
Registered Agent

96 JUL 26 AM 8:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF JMBJ, L. C.

FILED
96 JUL 26 AM 8:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)
COUNTY OF MARTIN)

The undersigned, as the Authorized Agent of the Members of JMBJ, L. C., a Florida Limited Liability Company, having been first duly sworn, states:

1. That he is the Authorized Agent of the Members of JMBJ, L. C. ("Limited Liability Company").
2. That he has personal knowledge of the facts contained herein.
3. That the Limited Liability Company has four (4) Members. Their names, addresses and the description and agreed value of property to be contributed by the Members are as follows:

| | |
|--------------------------|---|
| Member: | James B. Carr |
| Address: | 514 S.E. Port St. Lucie Boulevard Port St. Lucie, FL 34985 |
| Contribution: | Cash |
| Agreed Value: | Forty Dollars (\$40.00) |
| Percent of Total: | Forty Percent (40%) |

| | |
|--------------------------|---------------------------------------|
| Member: | Michael L. Carr |
| Address: | 104 South Main Cassville, MO 65625 |
| Contribution: | Cash |
| Agreed Value: | Forty Dollars (\$40.00) |
| Percent of Total: | Forty Percent (40%) |

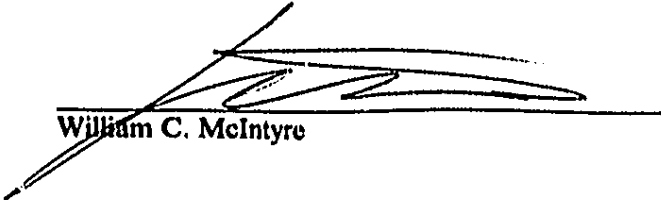
| | |
|--------------------------|---|
| Member: | Bernie Quintero |
| Address: | 514 S.E. Port St. Lucie Boulevard Port St. Lucie, FL 34985 |
| Contribution: | Cash |
| Agreed Value: | Ten Dollars (\$10.00) |
| Percent of Total: | Ten Percent (10%) |

Member: Jerome Morant
Address: 514 S.E. Port St. Lucie Boulevard
Port St. Lucie, FL 34985
Contribution: Cash
Agreed Value: Ten Dollars (\$10.00)
Percent of Total: Ten Percent (10%)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

4. Future Contributions shall be made by the Members in proportion to their existing contributions upon the unanimous recommendation of the Members.

FURTHER AFFIANT SAYETH NAUGHT.


William C. McIntyre

The foregoing instrument was acknowledged before me this 23rd day of July, 1996, by William C. McIntyre, who is personally known to me.

Cathy J. Bartels
Printed Name: Cathy J. Bartels
Notary Public, State of Florida
Commission No.:
My Commission Expires:



CATHY J. BARTELS
COMMISSION # CC 488013
EXPIRES SEP 23, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.