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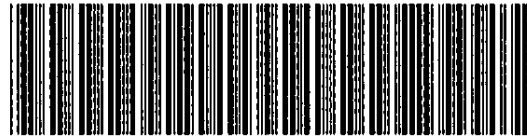
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N. Culligan MAR 15 2013

(850) 245-6051.

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: JMG Capital Holdings, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert J. Manne

Name of Person

Firm/Company

2705 Hunter Road

Address

Weston, FL 33331.

City/State and Zip Code

robert_manne@ultimatesoftware.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark S. Feluren

Name of Person

at **954** **453-8000**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF**

**JMG CAPITAL HOLDINGS, LLC
a Florida Limited Liability Company**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I - Name:

The name of the limited liability company (hereinafter referred to as the "Company") is JMG Capital Holdings, LLC.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Company is 2705 Hunter Road, Weston, FL 33331.

ARTICLE III - Registered Agent:

The name and the Florida street address of the initial registered agent are Robert J. Manne, 1485 North Park Drive, Weston, FL 33326.

ARTICLE IV - Management:

The Company is to be manager managed by a single manager. The manager is Robert J. Manne, 2705 Hunter Road, Weston, FL 33331 who shall serve in such position until he resigns or is replaced by the unanimous vote of all members of the Company including the manager should he be a member of the Company at the time of such vote.

ARTICLE V - Limitation on Agency Authority of Members:

Pursuant to section 608.4235 of the Florida Limited Liability Company Act (the "Act"), no member of the Company shall be an agent of the Company solely by virtue of being a member.

ARTICLE VI - Operating Agreement:

Any Operating Agreement (as defined in Section 608.402(24) of the Act), relating to this Company must be in writing and signed by all of the members.

ARTICLE VII - Existence of Company:

The existence of the Company shall commence on the date these Articles of Organization are filed with the Florida Department of State.


IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this _____ day of March, 2013.



Robert J. Manne, Manager

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept his appointment as registered agent on which process may be served within the State of Florida for the proposed Florida Limited Liability Company named in the foregoing Articles of Organization.



Robert J. Manne

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TALLAHASSEE, FLORIDA