

**L00000004774**

*Jumpingjastax.com, Inc.*  
8551 West Sunrise Blvd 102  
Plantation, FL 3322-4774  
Voice: 800.203.2347  
[taxman@jumpingjastax.com](mailto:taxman@jumpingjastax.com)  
Fax: 800.859.8215

*Jumpingjastax.com<sup>SM</sup>*  
800-203-2347

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April 7, 2000

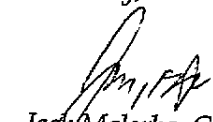
Florida Department of State  
Divisions of Corporations  
P.O.B. 6327  
Tallahassee, FL 32314

To Whom It May Concern:

**L-4774**

We have enclosed the original and a copy of the Articles for Organization for this professional limited liability company, along with a check payable to the Florida Department of State.

Sincerely,

  
Jack Malerba, CEO  
For Jumpingjastax.com, Inc.,  
Authorized Representative

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Wc 4/26**

**ARTICLES OF ORGANIZATION  
FOR  
GARFIELD A. MUNROE, M.D., P.L.**  
(A Florida Professional Limited Liability Company)



Following Chapter 608 and 621 of the Florida Statutes, the undersigned does hereby submit these Articles of Organization for forming a Professional Florida Limited Liability Company.

**Article 1: Name and Principal Office**

The name of the professional limited liability company is GARFIELD A. MUNROE, M.D., P.L.

The professional limited liability company's principal place of business and its mailing address is 1207 West Sunrise Blvd, #264, Sunrise, FL 33323.

**Article 2: Duration**

The duration of this limited liability company is perpetual until dissolved in a manner provided by law or the operating agreement of this professional limited liability company.

**Article 3: Purpose**

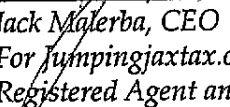
This professional limited liability company will engage in ophthalmology or related health services as defined under Florida statute 621.03 and other related sections under the Florida Professional Service Corporation and Limited Liability Company Act. No limited liability company under the Professional Service Corporation and Limited Liability Company Act shall engage in any business other than the rendering of professional services for which it is specifically organized; provided, however, nothing in this act or in any other provisions of existing law applicable to limited liability companies shall be interpreted to prohibit such a limited liability company from investing its funds in real estate, mortgages, stocks, bonds, mutual funds or other any of type of investment, or from owning real or personal property necessary for the rendering of professional services.

**Article 4: Registered Agent and Registered Office**

The name of this professional limited liability company's first registered agent is Jumpingjaxtax.com, Inc. and its address is 1940 Harrison St., #200-B, Hollywood, Florida 33020. As registered agent, Jumpingjaxtax.com, Inc. accepts service of process for this professional limited liability company at the place designated in these articles of organization. It accepts this appointment and agrees to act in this capacity. Jumpingjaxtax.com, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties.

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

Jumpingjaxtax.com, Inc. is familiar with and accepts the obligations of the registered agent for this professional limited liability company.

  
Jack Malerba, CEO  
For Jumpingjaxtax.com, Inc.  
Registered Agent and Authorized Representative

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TALLAHASSEE FLORIDA

#### Article 5: Members

The sole member of this professional limited liability company is Dr. Garfield A. Munroe, M.D., of 12717 West Sunrise Blvd., #264, Sunrise, Florida 33323

#### Article 6: Limited Liability Company Operating Agreement

The professional limited liability company operating agreement regulates the business affairs of this limited liability company.

#### Article 7: Transferability of Member's Interests

Member's interest will be transferred in this professional limited liability company as described in the professional limited liability company operating agreement, Florida statute 621.09, and other sections of the Florida Professional Service Corporation and Limited Liability Company Act.

#### Article 8: Management

The sole member of this limited liability company will manage the limited liability company. The sole manager is Garfield A. Munroe, M.D. The manager will serve until the first organizational meeting of the limited liability company or until their successors are elected and qualified following the Florida Professional Service Corporation and Limited Liability Company Act.

#### Article 9: Member's Liability

A member of this professional limited liability company will not be held liable to the limited liability company or its members, managing members, or officers, for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions; within restrictions imposed by Florida law, the Florida Professional Service and Limited Liability Company Act, and Florida statute chapter 458.

#### Article 10: Adding Members

The existing members have the right to admit additional members to this professional limited liability company upon such terms and conditions as agreed upon by the existing members, additional members, and the Florida Professional Service Corporation and Limited Liability Act. Any entity that becomes a member of the limited liability company will have all rights and obligations of a member under the

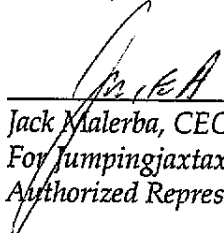
limited liability company operating agreement and the Florida Professional Limited Liability Company Act.

### **Article 11: Member's Rights to Continue the Business**

*If a member dies, retires, resigns, declares bankruptcy, dissolves, or otherwise terminates continued membership in the professional limited liability company, the remaining members will continue the limited liability company based upon the contributions to the professional limited liability company, the operating agreement of the professional limited liability company, the Florida Limited Liability Company Act, or the Florida Professional Service Corporation and Limited Liability Company Act.*

### **Article 12: Name and Address of the Authorized Representative**

*Jumpingjaxtax.com, Inc., of 1940 Harrison St., #200-B, Hollywood, FL 33020 is the authorized representative for this professional limited liability company. The authorized representative does hereby certify the foregoing constitutes the proposed Articles of Organization of Garfield A. Munroe, M.D., P.L. These articles of organization may be amended by unanimous agreement or consent of the members, in a manner now or hereafter prescribed by Florida law.*

  
\_\_\_\_\_  
Jack Malerba, CEO,  
For Jumpingjaxtax.com, Inc.,  
Authorized Representative

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