

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L000000009018

JWS Associates, LLC

400003338974--9
-07/28/00--01034--006
****125.00 ****125.00

L00-9018
7-28

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

X L.C. File Photo

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

X Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
00 JUL 28 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 JUL 28 AM 10:44
DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

ARTICLE I – Name:

The name of the Limited Liability Company is: JWW ASSOCIATES, L.L.C.

ARTICLE II – Address

The mailing address and street address of the principal office of the Limited Liability Company is:
1510 Hancock Bridge Parkway, Cape Coral, Florida 33990.

ARTICLE III – Registered Agent

The name of the company's registered agent is Barry Woodrow, whose address is 11851 Isom Avenue, Matlacha, Florida 33993.

ARTICLE IV – Duration

The period of its existence is perpetual.

ARTICLE V – Purposes and Powers

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this

FILED
00 JUL 28 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be consistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE VI - Management

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members and their interest in percentages are as follows:

1. Woodrow, Wilson & Cross, Inc. 74%
11851 Island Avenue
Matlacha, FL 33993
2. Professional Tax & Bookkeeping Service, Inc. 24%
4418 SE 12th Avenue
Cape Coral, FL 33904
3. Amy Jenkins 2%
605 West 10th Street
Lehigh Acres, FL 33936

ARTICLE VII - Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be by unanimous decision of all of the then existing members.

ARTICLE VIII - Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or

00 JUL 29 AM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be set forth in a separate Operating Agreement.

The undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of JWJ Associates, L.L.C.

Executed by the undersigned at Bokeelia, Lee County, Florida, on JULY 27, 2000.

Woodrow, Wilson & Cross, Inc., Member

By:

Barry Woodrow
Barry Woodrow, President

Timothy J. Bruehl
Witness Timothy J. Bruehl

Eileen M. Grover
Witness Eileen M. Grover

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 27th day of JULY, 2000, by Barry Woodrow, President of Woodrow, Wilson & Cross, Inc., a Florida corporation, who personally appeared before me at the time of notarization and ✓ is personally known to me or has produced a driver's license as identification.

My commission expires:

Notary Public



Timothy John Bruehl
Commission # CC 781597
Expires OCT. 7, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
DO JUL 28 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.


1. The name of the limited liability company is: JWJ Associates, L.L.C.
2. The name and the Florida street address of the registered agent are:

Barry Woodrow

11851 Island Avenue
Matlacha, FL 33993

FILED
00 JUL 28 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Barry Woodrow