

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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JJW, LC

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***155.00 ***155.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- 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

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STATE OF FLORIDA
TALLAHASSEE

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00 OCT 20 PM 12: 02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

10-23-00

~~W-25116~~

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Signature

Requested by: LS Date 10/20/00 Time 10:23

Walk-In _____ Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 20, 2000

CAPITAL CONNECTION, INC.

SUBJECT: JJW, L.C.
Ref. Number: W00000025416

We have received your document for JJW, L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following:

The document must contain the entity's complete mailing address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 900A00055102

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

JJW, L.C.

The undersigned, JOAN JONES WEBB, certifies that she has formed this limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE 1.

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be JJW, L.C., and its principal office shall be located at 1300 Northwest 167th Street, Suite 2, Miami, Florida 33169, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address of the Limited Liability Company shall be the same as the principal address.

ARTICLE 2.

PURPOSES AND POWERS

2.1 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.

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TALLAHASSEE, FLORIDA

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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, 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 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 inconsistent with the laws of the State of Florida.

2.2 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

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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.

2.3 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 3.
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the managers of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by the sole member or a majority vote of the members of the limited liability company.

ARTICLE 4.
MANAGEMENT

This limited liability company shall be managed by one or more managers, and is therefore, a manager-managed company. The names and addresses of the initial managers of this company are as follows:

<u>Names</u>	<u>Addresses</u>
JOAN JONES WEBB	1111 Biscayne Boulevard, #410 Miami, Florida 33181
WILLIAM C. WEBB	11111 Biscayne Boulevard, #410 Miami, Florida 33181
DANIEL B. WEBB	9708 Nearwater Place Windermere, Florida 34786
BETTY JO BURRELL	9701 Dominican Drive Miami, Florida 33189-1639

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ARTICLE 5.
MEMBERSHIP RESTRICTIONS

5.1 Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

5.2 A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all of the members.

5.3 On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE 6.
CAPITAL CONTRIBUTIONS

A capital contribution in the amount of \$5,000 cash shall be paid to the limited liability company by the sole member. Additional contributions will be made as required for investment purposes, as determined by the members.

ARTICLE 7.
PROFITS AND LOSSES

7.1 Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to its distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company.

7.2 Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits

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of the business, or, if these sources are insufficient to cover such losses, by the members in accordance with their ownership interests.

ARTICLE 8.
DURATION

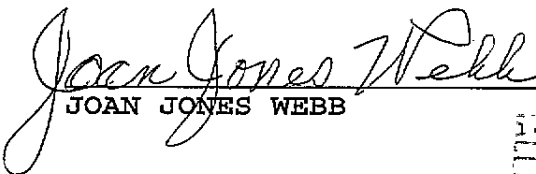
This limited liability company shall exist in perpetuity, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE 9.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

9.1 The address of the initial registered office of the limited liability company is 1300 Northwest 167th Street, Suite 3, Miami, Florida 33169, and the name of the company's initial registered agent at that address is CHARLES O. MORGAN, JR.

9.2 The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of JJW, L.C.

Executed by the undersigned at Miami, Florida on this 4th day of October, 2000.


JOAN JONES WEBB

STATE OF FLORIDA)
 ss:
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared JOAN JONES

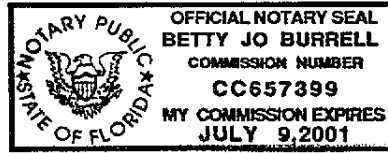
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WEBB, to me well known to be the person described herein as subscriber and who executed the foregoing Articles of Organization of JJW, L.C. and acknowledged before me that he subscribed to these Articles of Organization.

WITNESS my hand and official seal this 4th day of October, 2000.

Betty Jo Burrell
Notary Public, State of Florida
Print Name: BETTY JO BURRELL
My Commission Expires:



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ST. JOHNS COUNTY
FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
 SS:
COUNTY OF MIAMI-DADE)

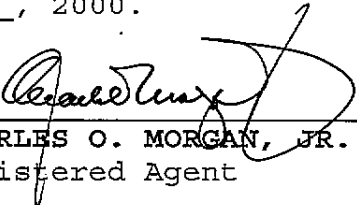
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is JJW, L.C.

The name of the registered agent for JJW, L.C. is CHARLES O. MORGAN, JR. and the street address of the company's principal office where the agent is located is 1300 Northwest 167th Street, Suite 2, Miami, Florida 33169.

This statement is to acknowledge that, as indicated above, JJW, L.C. has appointed me, CHARLES O. MORGAN, JR., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 4th day of October, 2000.

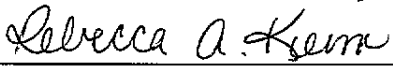


CHARLES O. MORGAN, JR.,
Registered Agent

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STATE OF FLORIDA

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The foregoing instrument was acknowledged before me this 4th day of October, 2000, by CHARLES O. MORGAN, JR., agent on behalf of JJW, L.C., a limited liability company. He is personally known to me or has produced his driver's license as identification.



Notary Public, State of Florida
Print Name: REBECCA A. KEIM
My Commission expires:

NOTARY PUBLIC - STATE OF FLORIDA
REBECCA A. KEIM
COMMISSION # CG753754
EXPIRES 8/23/2002
BONDED THRU ASA 1-000-NOTARY1