

L01000011146

ROBERT H. CULTON II
Attorney and Counselor at Law

STREET ADDRESS
4285 TIDEWATER DRIVE
ORLANDO, FLORIDA 32812

TELEPHONE (407) 826-0300

MAILING ADDRESS
PO BOX 568624
ORLANDO, FLORIDA 32856-8624

FACSIMILE (407) 854-5091

June 28, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

FILED
2001 JUL -2 PM 3:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Re: Jacoby Enterprises II, L.L.C.

900004456799--9
-07/02/01--01122--002
****125.00 ****125.00

Dear Sir or Madam:

Enclosed please find the Articles of Organization and Registered Agent designation for the above-referenced limited liability company. I have also enclosed my check in the amount of \$125.00 representing the following:

Jacoby Enterprises II, L.L.C.

Filing Fees	\$ 100.00
Registered Agent Designation	<u>25.00</u>
Total	\$ 125.00

Thank you for your kind assistance in this matter. If you have any questions, please call me at (407) 826-0300.

Sincerely,


ROBERT H. CULTON II

RHCII:tkc
Enclosures

LC

ARTICLES OF ORGANIZATION
OF
JACOBY ENTERPRISES II, L.L.C.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Jacoby Enterprises II, L.L.C. Its principal office shall be located at 1010 W. Pebble Beach Circle, Winter Springs, Seminole County, Florida 32708. It shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
MAILING ADDRESS

The mailing address shall be 1010 W. Pebble Beach Circle, Winter Springs, Florida 32708.

ARTICLE III
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 933 Lee Road, 1st Floor, Orlando, Florida 32810, and the name of the company's initial registered agent at that address is Harvey Jacoby.

The undersigned, being a member of the limited liability company, hereby certifies that this instrument constitutes the Articles of Organization of Jacoby Enterprises II, L.L.C.

Executed by the undersigned at ORLANDO, FL on April 27, 2001.


Harvey Jacoby

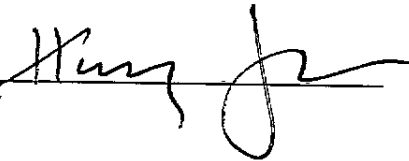
FILED
2001 JUL -2 PM 3:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

Jacoby Enterprises II, L.L.C. has appointed me, Harvey Jacoby, as its registered agent to accept service of process for the company at 933 Lee Road, 1st Floor, Orlando, Florida 32810. 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 April 27, 2001.

Harvey Jacoby



FILED
2001 JUL -2 PM 3:55
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA