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WEINER, CUMMINGS & VITTORIA  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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WEINER & CUMMINGS, P.A.

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- \* ADMITTED IN FL AND PA ONLY
- \*\* ADMITTED IN FL ONLY
- \*\*\* ADMITTED IN NY ONLY
- \*\*\*\* ADMITTED IN NY AND TN ONLY
- \*\*\*\*\* ADMITTED IN FL, IL AND KY ONLY

August 6, 2001

*JJ*

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Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Registration Section

600004527826--8  
-08/09/01--01093--003  
\*\*\*\*125.00 \*\*\*\*125.00

Re: JAKESTONE HOLDINGS, LLC

Dear Sir or Madam:

In connection with organizing the above-named limited liability company with the State of Florida, enclosed are the following originals executed documents for filing:

1. Articles of Organization;
2. Certificate of Designation of Registered Agent/Registered Office;
3. Affidavit of Membership and Contributions.

Also enclosed is a check in the amount of \$125.00 for all applicable fees. Upon filing please send the stamped documents to me.

Very truly yours,

*Beth Moskowitz*  
BETH M. MOSKOWITZ

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 AUG --9 AM 10:33

FILED

BMM/  
enclosures  
moskowitz/lipson.llc

**ARTICLES OF ORGANIZATION  
FOR  
JAKESTONE HOLDINGS, LLC**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLE I - NAME**

The name of this limited liability company shall be **JAKESTONE HOLDINGS, LLC**.

**ARTICLE II - DURATION**

The limited liability company shall have perpetual existence.

**ARTICLE III - PURPOSE AND POWERS**

Except as restricted by these Articles of Organization, this limited liability company is organized for each and every legal and lawful purpose for which a limited liability company may be organized pursuant to the Florida limited liability company Act.

Except as restricted by these Articles of Organization, this limited liability company shall have and may exercise all powers and rights which a limited liability company may exercise under Florida law or the laws of the United States of America.

**ARTICLE IV - PRINCIPAL OFFICE**

The mailing address and the street of this limited liability company shall be 7880 NW 64<sup>th</sup> Street, Miami, FL 33166.

**ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE**

The initial registered agent for this limited liability company and the street address of the initial registered agent is:

**Michael Lipson  
7880 NW 64<sup>th</sup> Street  
Miami, FL 33166**

**ARTICLE VI - ADDITIONAL MEMBERS**

This limited liability company may admit additional members subject to approval by unanimous vote of the existing member.

**ARTICLE VII - INITIAL MANAGER**

This limited liability company shall be managed by one or more managers. This limited liability company shall initially have one manager. The number of managers of this company may be changed in accordance with the regulations of the company. The name and address of the initial manager is as follows:

**Michael Lipson  
7880 NW 64<sup>th</sup> Street  
Miami, FL 33166**

The initial manager shall serve until the first annual meeting of members or until his successor is elected and qualified or until his death or registration.

**ARTICLE VIII - REGULATIONS**

The regulations of this limited liability company may only be adopted, amended, altered or repealed by the unanimous vote of the members.

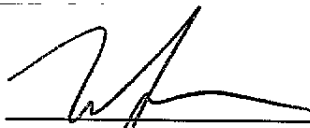
**ARTICLE IX - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The members remaining after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or any other event which terminates the membership of a member, have the right to continue the business of this limited liability company subject to approval by unanimous vote of the remaining members; provided that at least two members remain.

**ARTICLE X - AMENDMENT**

This limited liability company reserves the right to amend, alter or repeal any provisions contained in these Articles of Organization in accordance with the Florida limited liability company Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 19 day of July, 2001.

  
\_\_\_\_\_  
**MICHAEL LIPSON**  
Authorized Representative of the Members

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

The name of the limited liability company is **JAKESTONE HOLDINGS, LLC**

The name and address of the registered agent and office is:

**Michael Lipson  
7880 NW 64<sup>th</sup> Street  
Miami, FL 33166**

Having been named as registered agent and to accept service of process for the above-named 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 positions as registered agent.

Date: July 19, 2001

  
\_\_\_\_\_  
**MICHAEL LIPSON**

moskowitz  
lipson.llc