



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

HOLD
 FOR PICKUP BY
 UCC SERVICES
 OFFICE USE ONLY

L01000016737

September 28, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

J & W Properties, LLC

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

APPROVED AND FILED
 01 SEP 28 PM 3:58
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 01 SEP 28 PM 3:12
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 ***155.00 ***155.00

JB
9-28-01

**ARTICLES OF ORGANIZATION
OF**

J & W PROPERTIES, L.L.C.

A Florida Limited Liability Company

ARTICLE 1

NAME

The name of this Limited Liability Company is: J & W Properties, L.L.C.

ARTICLE 2

DURATION

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE 3

PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing and the street address of the principal office of the limited liability company is 139 Marine Street, St. Augustine, Florida 32084. The name and address of the initial registered agent of the limited liability company is Palmetto Charter Services, Inc., 150 Magnolia Ave., Daytona Beach, FL 32114.

ARTICLE 4

MANAGEMENT

The company is to be a manager-managed company. The names and addresses of its Managers are:

Wynn Bone
139 Marine Street
St. Augustine, FL 32084

James Jaffre
139 Marine Street
St. Augustine, FL 32084

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ARTICLE 5

CONTINUATION OF BUSINESS

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6

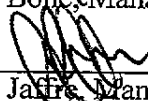
ADMISSION OF ADDITIONAL MEMBERS

No person may be admitted as an additional member without the prior written consent of the Managers. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned members do hereby execute and acknowledge these articles of organization this 27th day of September, 2001.



Wynn Bone, Managing Member



James Jafra, Managing Member

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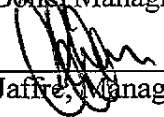
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**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 608.415 Florida Statutes, J & W Properties, L.L.C. hereby designates PALMETTO CHARTER SERVICES, INC., 150 Magnolia Ave., Daytona Beach, FL 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.



Wynn Bone, Managing Member




James Jaffre, Managing Member

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of J & W Properties, L.L.C. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC., a Florida corporation



By: Larry D. Marsh
Its: Vice President

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