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June 20, 2002

VIA FEDERAL EXPRESS - PRIORITY

Telephone: (850) 245-6051

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

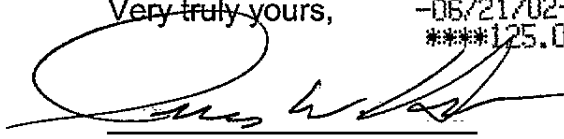
RE: JIV Enterprises, LLC

Dear Sir or Madam:

I have enclosed the original Articles of Organization and the Certificate of Designation of Registered Agent and Registered Office of the above-referenced entity for filing with your office. Also enclosed is my check in the amount of \$125.00, to cover the filing fee of \$100.00 and Registered Agent designation fee of \$25.

If you have any questions regarding the enclosed, please do not hesitate to call me at 561 436 6952. Thank you for your assistance with this matter.

Very truly yours,


James W. HALL

Enclosures

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ARTICLES OF ORGANIZATION
OF
JIV ENTERPRISES, LLC

The undersigned authorized representative of a member, for the purpose of forming a limited liability company under the Florida Limited Liability Act, Florida Statutes Chapter 608 (the "Act"), hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I – NAME

The name of the limited liability company shall be JIV ENTERPRISES, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 1000 U.S. Highway 1, #762, Jupiter, Florida 33477.

ARTICLE III - REGISTERED AGENT

The name of the registered agent of the Company in the State of Florida is James W. Hall, and his address is 1000 U.S. Highway 1, #762, Jupiter, Florida 33477.

ARTICLE IV – MANAGEMENT BY MANAGERS

The Company is to be managed by Richard P. Bellinger and James W. Hall as its initial Managers, and is, therefore, a manager-managed limited liability company.

IN WITNESS WHEREOF, the undersigned has made, subscribed and affirmed these Articles of Organization under the penalties of perjury as the duly authorized representative of a Member of the Company at Jupiter, Florida, this 19th day of June 2002.


James W. Hall,
as Authorized Representative

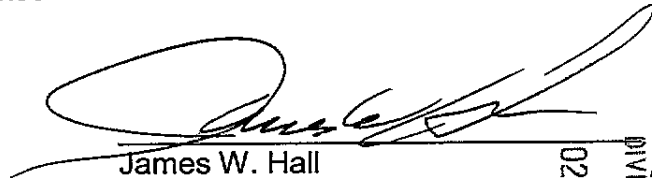
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned submits the following statement to accept the designation of registered office and agent in the State of Florida set forth in Article III of the foregoing Articles of Organization.

1. The name of the limited liability company is JIV Enterprises, LLC.
2. The name of the registered agent of the Company in the State of Florida is James W. Hall, an individual.
3. The address of the registered agent in the State of Florida is 1000 U.S. Highway 1, #762, Jupiter, Florida 33477.

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Limited Liability Company. I am familiar with, and accept the obligations of, Section 608.415 of the Florida Statutes.


James W. Hall

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