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#### STEVEN R. KUTNER, P.A.

Telephone (407) 644-1104 Facsimile (407) 629-0090

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Attorney at Law KEEWIN LEXINGTON PARK 151 Lookout Place, Suite 110 Post Office Box 948311 Maitland, Florida 32794-8311

July 25, 2002 EXPRESS MAIL

International Research Bureau 1331 E. Lafayette St., Suite A Tallahassee, Florida 32301

Re: JAY AMBE OF WINTER GARDEN, L.L.C.

Our File No.: 02-0139

Enclosed please find Articles of Organization for *JAY AMBE OF WINTER GARDEN, L.L.C.*, and check no. <u>\( \frac{1}{2} \)</u> in the amount of One Hundred Sixty and 00/100 (\$160.00) which represents the following costs of filing the Articles of Organization:

\$100.00 \$ 25.00 \$ 30.00	Filing Fee for Articles of Organization Designation of Registered Agent Certified Copy	SECRETION OF JUL.
\$ 5.00	Certificate of Status	F COR
\$160.00	TOTAL	PH 2:

Please walk these documents through the Secretary of State at your earliest opportunity and express them back to our office today in the enclosed express mail envelope.

#### **OUR ACCOUNT NUMBER WITH YOU IS 2854.**

If you have any questions regarding the above captioned matter, please do not hesitate to call.

Very truly yours,

STEVEN R. KUTNER, P.A.

Secretary to Steven R. Kutner, Esquire

Juid. Kelley

# **ARTICLES OF ORGANIZATION**

# <u>OF</u>

# JAY AMBE OF WINTER GARDEN, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization:

#### **ARTICLE 1**

#### NAME OF THE LIMITED LIABILITY COMPANY

The name of this Limited Liability Company shall be **JAY AMBE OF WINTER GARDEN, L.L.C.** 

#### **ARTICLE II**

#### **ADDRESS**

The mailing address and street address of the principal office of the Company shall be 1675 Rachels Ridge Loop, Ocoee, Florida 34761.

## ARTICLE III

#### PERIOD OF DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date

if specified. The Company's existence shall be perpetual, unless the Company is dissolved earlier as provided in these Articles of Organization or in the Regulations.

#### **ARTICLE IV**

#### REGISTERED OFFICE AND AGENT

The initial street address in Florida of the initial registered office of the Company is **1675 Rachels Ridge Loop, Ocoee, Florida 34761** and the name of the initial registered agent at such address is **JAYESH PATEL.** 

### **ARTICLE V**

#### CAPITAL CONTRIBUTIONS

The Members of the Company shall contribute to the capital of the Company

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the cash or property set forth in Exhibit "A" to the Operating Agreement.

#### ARTICLE VI

#### <u>ADDITIONAL CAPITAL CONTRIBUTIONS</u>

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members or as provided in the Regulations.

#### ARTICLE VII

#### ADMISSION OF NEW MEMBERS

Except as set forth in the Regulations, no additional members shall be admitted

to the Company except with the unanimous written consent of all the members of the Company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### **ARTICLE VIII**

#### MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by unanimous vote of the remaining members.

#### **ARTICLE IX**

#### **MANAGEMENT**

The Company shall be managed by the members in accordance with Regulations adopted by the members for the management of the business and affairs of the Company. These Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are:

<u>NAME</u>	ADDRESS
Kaushika P. Patel	13114 Willshire Run Ct. Orlando, Florida 32828
Jayesh Patel	1675 Rachel's Ridge Loop Ocoee, Florida 34761
Bhargavi J. Patel	1075 Regal Pointe Terrace, Apt. #213 Lake Mary, Florida 32746

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed to these Articles of Organization at Orange County, Florida on this 35 day of July, 2002.

KAUSHIKA P. PATEL

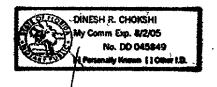
JAYESH PATEL

BHARGAVI J. PATEL

STATE OF FLORIDA

**COUNTY OF ORANGE** 

The foregoing Articles of Organization were acknowledged before me this <u>45</u> day of July, 2002, by **KAUSHIKA P. PATEL, JAYESH PATEL** and **BHARGAVI J. PATEL**, who have produced driver's licenses as identification or who are personally known to me.



MNH R. CHOKSIII, Notary Public Commission No. \_\_\_\_\_\_
My Commission Expires:

SECRETARY OF STATIONS
DIVISION OF PH 2: 19

# <u>CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED</u> <u>OFFICE OF JAY AMBE OF WINTER GARDEN, L.L.C.</u>

Under the provisions of **F.S. 608.415** or **608.507**, **JAY AMBE OF WINTER GARDEN, L.L.C.**, submits the following statement to designate a registered office and registered agent in the state of Florida:

- 1. The name of the limited liability company is **JAY AMBE OF WINTER GARDEN, L.L.C.** 
  - 2. The name and street address of the registered agent in Florida is:

Jayesh Patel 1675 Rachels Ridge Loop Ocoee, Florida 34761

The undersigned, being the person named in the Articles of Organization of JAY AMBE OF WINTER GARDEN, L.L.C., as the registered agent of this imited liability company, hereby consents to accept service of process for the above stated. Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

> JAYESH PATEL Registered Agent