JANA AN OR WS & ASSOCIATION AROPESION LAS DOCUTION 2807 W. BUSCH BOULEVARD SUITE 202

TAMPA, FLORIDA 33618 (813) 932-8499

FAX (813) 932-8703

August 20, 2002

Department of State Division of Corporations P. O. Box 6327 Tallahassee, Florida 32314 300007306523---4 -08/23/02--01030--002 ****155.00 ****155.00

Re: J & S Management, LC

Dear Sir or Madam:

L02-01819

Please find enclosed the following documents with regard to the above limited liability company:

1. Two (2) originals of the Articles of Organization - one for filing with the State, and the other for certification and return to the address contained on this letterhead;

2. An original and one copy of the Certificate of Designation of Registered Agent/Registered Office; and

3. Check made payable to the Secretary of State in the amount of \$153.00 cover the following costs:

a. Filing Fee for Articles of Organization

\$100.00 30.00 Ö

b. Certified Copy

c. Registered Agent Designation

25.00

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Total

<u>\$155.00</u>

Thank you for processing the above enclosures. Should you have any questions, please do not hesitate to contact me.

Sincerely,

Jana Andrews

JA/vr Enclosures

cc: Mr. .

Mr. John Long (w/o enclosures)

ARTICLES OF ORGANIZATION OF J & S MANAGEMENT, LC

ARTICLE I NAME

The name of the limited liability company shall be J & S MANAGEMENT, LC ("Company").

ARTICLE II ADDRESS

The mailing and street address of the principal office of the Company shall be 1810 Oceanview Drive, Tierre Verde, Florida 33715.

ARTICLE III PURPOSES AND POWERS

The general purpose for which the Company is organized is to own and manage real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is JOHN LONG, 1810 Oceanview Drive, Tierre Verde, Florida 33715.

ARTICLE V MANAGEMENT

The Company shall be managed by a Manager in accordance with regulations adopted by the Members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Manager of the Company is JOHN LONG, whose address is 1810 Oceanview Drive, Tierre Verde, Florida 33715.

ARTICLE VI **MEMBERS**

The Company shall initially have two Members: JOHN LONG and STEVEN ROCCO.

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization at Tierre Verde, Florida, for the foregoing uses and purposes this 13th day of August, 2002.

J & S MANAGEMENT, LC

IOHN LONG Member

STATE OF FLORIDA COUNTY OF PINELLAS

Before me personally appeared JOHN LONG, to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization, and he freely and voluntarily acknowledged before me according to law that he made the same for the uses and purposes mentioned and set forth in it.

In Witness Whereof, I have set my hand and affixed my official seal this 33

day of August, 2002.

KARENS, MOORE Y COMMISSION # CC 986196 EXPIRES: Dec 5, 2004

Print Notary Name: Karen S. Mooi

NOTARY PUBLIC STATE OF

FLORIDA AT LARGE

My Commission Expires: Dec. 5, 2004

(NOTARY SEAL)

CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: J & S MANAGEMENT, LC.
- 2. The name and the Florida street address of the Registered Agent and office are:

JOHN LONG 1810 Oceanview Drive Tierre Verde, FL 33715

Having been named as Registered Agent and to accept service of process for the above-stated 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 position as registered agent as provided for in Chapter 608, F.S..

By: _

JOHN LONG REGISTERED AGENT

Date: August 13 , 2002