

L02000027162

From: JACK MALERBA, CEO (800)203-2347
JUMPING JAX TAX, INC
1940 HARRISON ST
ST. 201-B
HOLLYWOOD, FL, 33020

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
FOR
JORJEV INVESTMENTS, LLC**

Article I. The name, document number and the original date of filing of the Florida Domestic Profit Limited Liability Company.

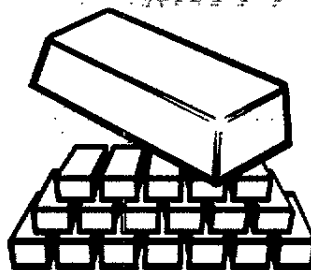
Section 1.01 The Name of the Florida Domestic Profit Limited Liability Company is **Jorjev Investments, LLC.**

Section 1.02 The Florida Document Number is **L02000027162.**

Section 1.03 The date of filing of the original Articles of Organization was **14 October 2002.**

Article II. Jorjev Investments, LLC shall amend and restate its Articles of Organization following F.S.A § 604.411.

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
For
Jorjev Investments, LLC
(A Florida Domestic Profit Limited Liability Company)**



“Life, Liberty and the Pursuit of Profit”

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1.0 Delivery of the Articles of Organization to the Florida Department of State

1.1 The authorized representative of the single member, [Jumpingjaxtax.com, Inc.](http://Jumpingjaxtax.com), delivers these Articles of Organization for a Florida Domestic Profit Limited Liability Company following Florida Statute 608.4081.

2.0 The Name of this Florida Domestic Profit Limited Liability Company

2.1 The name of this Florida Domestic Profit Limited Liability Company is **Jorjev Investments, LLC.**

3.0 The Mailing Address and Street Address of the Principle Office of this Florida Domestic Profit Limited Liability Company

3.1 The **mailing address** of the principal office of this Florida Domestic Profit Limited Liability Company is **P.O. Box 4466, Hollywood, FL 33083-4466.**

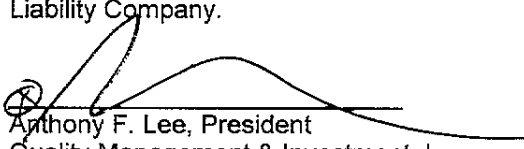
3.2
3.3 The **street address** of the principal office of this Florida Domestic Profit Limited Liability Company is **3732 SW 60 Av, Davie, FL 33314-2624.**

4.0 The Name and Street Address of the Initial Registered Agent of this Florida Domestic Profit Limited Liability Company

4.1 The name of the initial registered agent of this Florida Domestic Profit Limited Liability Company is **QUALITY MANAGEMENT & INVESTMENT, INC.** *PO2-5572*

4.2 The street address of the initial registered agent of this Florida Domestic Profit Limited Liability Company is **6122 WASHINGTON ST. STE 3, HOLLYWOOD, FL 33023-1369.**

4.3 As registered agent, Quality Management & Investment, Inc. accepts service of process for the above Florida Domestic Profit Limited Liability Company at the street address designated in these articles of organization. It accepts this appointment and agrees to act in this capacity. It further agrees to comply with the provisions of the Florida Limited Liability Company Act relating to the proper and complete performance of its duties. Quality Management & Investment, Inc. is familiar with and accepts the obligations of registered agent for this Florida Domestic Profit Limited Liability Company.


Anthony F. Lee, President
Quality Management & Investment, Inc.
Registered Agent

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5.0 Management

5.1 This Florida Domestic Profit Limited Liability Company is **manager-managed.**

5.2 **ANTHONY F. LEE IS THE EXECUTIVE MANAGER** of this Florida Domestic Profit Limited Liability Company by the consent of the majority-in-interest of members following Florida Statute 608.4236.

5.3 Anthony F. Lee shall remain the Executive Manager of this limited liability company until another executive manager is appointed by consent of the majority-in-interest of the members.

5.4 Action requiring the consent of members under the Florida Limited Liability Company Act shall be taken without a meeting subject to the limitations of Florida Statute 608.4231 and 608.422(5).

5.5 There is no required annual meeting of the members or managers.

5.6 A manager owes a duty of loyalty as required by Florida Statute 608.4225.

5.7 If a manager is not a member, then the manager must have the approval of the majority-in-interest of the members to carry on the business of this limited liability company.

6.0 The Effective Time and Date of Commencement of this Florida Domestic Profit Limited Liability Company

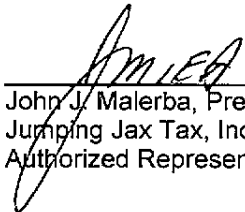
- 6.1 The effective time and date of commencement of this Florida Domestic Profit Limited Liability Company's existence is **1 November 2002**, pursuant to Florida Statute 608.409(2).

7.0 Indemnification of Members, Managers, Registered Agents, Authorized Representatives, Employees, or Other Agents of the Florida Domestic Profit Limited Liability Company

- 7.1 This Florida Domestic Profit Limited Liability Company shall indemnify and hold harmless any member, any manager, any registered agent, any authorized representative, any employee or any other agent from and against all claims and demands whatsoever.
- 7.2 However, indemnification shall not be made to or on behalf of any member, any manager, any registered agent, any authorized representative, any employee, or any other agent if a judgment or other final adjudication establishes the actions, or omissions to act, of such member, manager, registered agent, authorized representative, employee, or other agent were material to the cause of action so adjudicated and constitute a violation of criminal law, unless the member, the manager, the registered agent, the authorized representative, the employee, or the other agent had no reasonable cause to believe such conduct was unlawful; a transaction from which the member, the manager, the registered agent, the authorized representative, the employee, or the other agent derived an improper personal benefit; or willful misconduct or a conscious disregard for the best interests of the Limited Liability Company in a proceeding by or in the right of the Limited Liability Company to procure a judgment in its favor or in a proceeding by or in the right of a member; or in the case of a manager, a circumstance under which the liability provisions of Florida Statute 608.426 are applicable.

8.0 Execution by the Authorized Representative of a Member

- 8.1 The sole member of this Florida Domestic Profit Limited Liability Company appointed Jumpingjaxtax.com, Inc. as the authorized representative for this Florida Domestic Profit Limited Liability Company under Florida Statute 608.4236.
- 8.2 Jumping Jax Tax, Inc., of 1940 Harrison St., Ste. 201B, Hollywood, FL 33020-5072, as authorized representative of the member, executes these Articles of Organization for this Florida Domestic Profit Limited Liability Company following Florida Statute 608.407.
- 8.3 This Florida Domestic Profit Limited Liability Company has substantially complied with the requirements of Florida Statute 608.409(4).
- 8.4 The execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true, pursuant to Florida Statute 608.408(3).



John J. Malerba, President,
Jumping Jax Tax, Inc.,
Authorized Representative

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Article III. Approval by the Members and Execution by the Executive Manager of the Company

Section 3.01 These Amended and Restated Articles of Organization have been approved by the Majority-in-Interest of the Members.

Section 3.02 The execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true, pursuant to Florida Statute 608.408(3).



Anthony F. Lee, Executive Manager
Jorjev Investments, LLC

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