

Division of Corporations

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**Florida Department of State  
Division of Corporations  
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**To:**

Division of Corporations  
Fax Number : (850)205-0383

**From:**

Account Name : ROETZEL & ANDRESS  
Account Number : 120000000121  
Phone : (941) 649-6200  
Fax Number : (239) 261-3659

*Effective Date -  
5-28-03*

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TALLAHASSEE FLORIDA

APPROVAL  
AND  
FILE

**LIMITED LIABILITY COMPANY**

**J & B Investments of S.W. Florida, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION  
OF  
J & B INVESTMENTS OF S. W. FLORIDA, LLC**

**ARTICLE I  
NAME**

The name of this limited liability company is J & B Investments of S. W. Florida, LLC, a Florida limited liability company (the "Company").

**ARTICLE II  
DURATION**

The Company shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

**ARTICLE III  
PURPOSE**

The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

**ARTICLE IV  
PLACE OF BUSINESS**

The mailing and street address of the Company's principal office is 15065 McGregor Boulevard, Suite 108, Fort Myers, Florida 33908.

**ARTICLE V  
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Steven I. Winer. The street address of the initial registered agent of the Company is 2320 First Street, Suite 1000, Fort Myers, Florida 33901.

**ARTICLE VI  
ADDITIONAL MEMBERS**

Additional members to the Company may be admitted. The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager-managed company.

**ARTICLE VII  
TERMINATION OF MEMBERSHIP**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership

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of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

**ARTICLE VIII**  
**MANAGEMENT OF THE COMPANY**

The Company shall be managed by a manager or managers in accordance with the Operating Agreement adopted by all of the members. The name and address of the initial manager(s), who shall serve until the first annual meeting of the members or until his successor is elected and qualified, is:

Robert D. Hensley  
15065 McGregor Boulevard, Suite 108  
Fort Myers, Florida 33908

**ARTICLE IX**  
**REGULATIONS**

The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

**ARTICLE X**  
**VOTING**

The Company is authorized to issue membership units with voting rights.

**ARTICLE XI**  
**CERTIFICATED INTERESTS**

The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the 28<sup>th</sup> of May 2003.

  
\_\_\_\_\_  
Steven K. Wine, Authorized Representative

STATE OF FLORIDA  
ALLIANCE, FLORIDA

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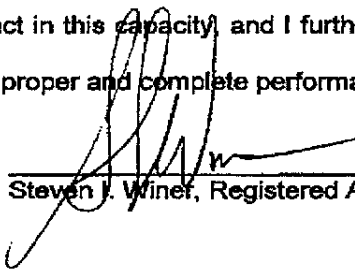
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### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
Steven J. Winer, Registered Agent

Dated: May 28, 2003.

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