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Just

BARRY L. MILLER *
JOSEPH E. SEAGLE **

** Admitted in the District of Columbia,
North Carolina, South Carolina, & Florida
* Admitted in Florida & Massachusetts

LAW OFFICES OF
BARRY L. MILLER, P.A.

ATTORNEYS AT LAW
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Orlando, Florida 32801
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Facsimile: (407) 425-3753

August 5, 2003

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

RE: JA-BELLE Investments, LLC

Gentlemen:

Enclosed are Articles of Organization with one conformed copy regarding the above-referenced company. We also enclose our check in the amount of \$125.00 for your filing fees.

Please file these documents at your earliest convenience and return an acknowledgment to our office.

If there are any questions or problems, please do not hesitate in contacting us. Until then, I remain,

Cordially Yours,

BARRY L. MILLER, P.A.



Joseph E. Seagle
For the Firm

Enclosures

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SEALANT
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
JA-BELLE INVESTMENTS, LLC

TALLAHASSEE, FLORIDA

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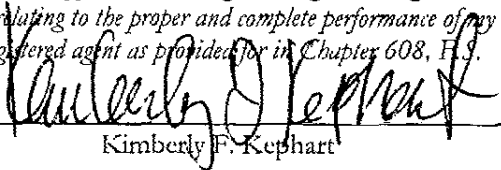
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Pursuant to §608.407 of the Florida Statutes, the undersigned hereby submits these Articles of Organization for the purpose of forming a Florida limited liability company:

1. The name of the Limited Liability Company is JA-BELLE Investments, LLC
2. If the limited liability company is to dissolve by a specific date, the latest date on which the Limited Liability Company is to dissolve is: Never
3. The name and address of each Member executing these Articles of Organization is as follows:
Kimberly F. Kephart
Member
10 North Summerlin Ave., Unit 16
Orlando, FL 32801
4. The Florida street address (and mailing address) of the Limited Liability Company's initial Registered and Principal Office and the county in which the initial Registered and Principal Office is located is: 10 North Summerlin Ave., Unit 16, Orlando, FL 32801, Orange County,

and the name of the Limited Liability Company's initial Registered Agent at that address is:
Kimberly F. Kephart

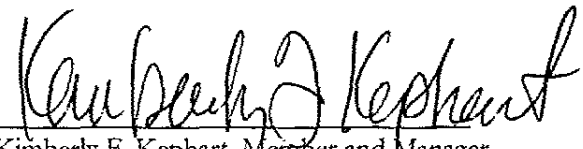
Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all 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.


Kimberly F. Kephart

5. To the fullest extent permitted by the Florida Limited Liability Company Act as it exists or may hereafter be amended, no person who is serving or who has served as a manager of the limited liability company shall be personally liable to the limited liability company or any of its members for monetary damages for breach of duty as a manager. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.
6. The limited liability company is to be managed by one or more managers and is therefore, a manager-managed company. The initial manager of the company and that manager's address is identified as: Kimberly F. Kephart, 10 N. Summerlin Ave., Unit 16, Orlando, FL 32801.
7. With the written unanimous consent of the members, new members may be admitted into the limited liability company upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the limited liability company, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

8. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating Agreement of the limited liability company
7. These articles will be effective upon filing, unless a date and/or time is specified.

This the 25th day of July, 2003.


Kimberly F. Kephart, Member and Manager

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts herein are true.

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SECRETARY OF
TALLAHASSEE, FLORIDA