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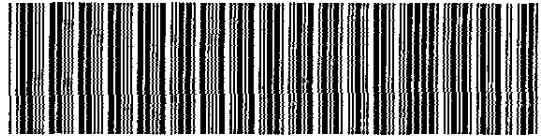
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 366079 149697A

AUTHORIZATION :

*Patricia Figueira*

COST LIMIT : \$ 125.00

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TALLAHASSEE, FLORIDA

ORDER DATE : December 18, 2003

ORDER TIME : 12:38 PM

ORDER NO. : 366079-005

CUSTOMER NO: 149697A

CUSTOMER: Karen M. Brown, Legal Asst  
Swann & Hadley, P.a.

Suite 350  
1031 West Morse Boulevard  
Winter Park, FL 32789

DOMESTIC FILING

NAME: J.A. & C. ENTERPRISES, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
FOR  
J. A. & C. Enterprises, LLC**

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The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled "Florida Limited Liability Company Act," does hereby adopt the following Articles of Organization for such company:

**ARTICLE I - NAME**

The name of the company shall be: **J. A. & C. Enterprises, LLC** (the "Company")

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company is:

17119 Magnolia Island Boulevard  
Clermont, Florida 34711

**ARTICLE III - CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, 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. A. & C. Enterprises, LLC

2. The name and the Florida street address of the registered agent are:

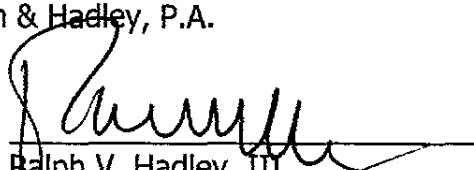
Swann & Hadley, P.A.  
1031 W. Morse Blvd., Suite 350  
Winter Park, Florida 32789

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.

Swann & Hadley, P.A.

By:

  
Ralph V. Hadley, III  
Vice President/Shareholder

#### **ARTICLE IV - DURATION**

The period of duration for the Company shall be **Perpetual** unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of the member, unless the business of the Company is continued by the consent of all of the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the limited liability company subsequent to the foregoing events.

#### **ARTICLE V - MANAGEMENT**

The Company is to be managed by members and the names and addresses of the managing members are:

Bart A. Sutherin  
17119 Magnolia Island Boulevard  
Clermont, Florida 34711

Kathryn W. Sutherin  
17119 Magnolia Island Boulevard  
Clermont, Florida 34711

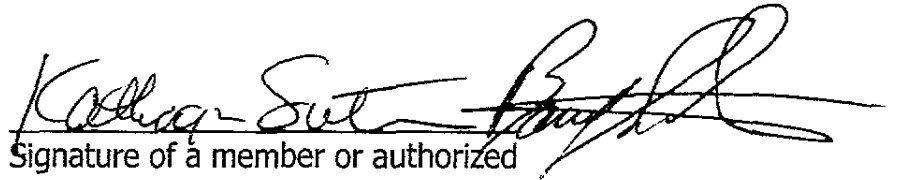
#### **ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: Additional members may be admitted upon the approval of a majority of the members of the Company, upon the written application of such new member.

## ARTICLE VII – MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company to continue the 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 Company shall be: the remaining members of the Company may continue the business upon the termination of membership of a member in the Company on unanimous agreement.

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

  
Signature of a member or authorized  
Representative of a member

Kathryn Sutherin BART SUTHERIN  
Typed or Printed Name of Signee