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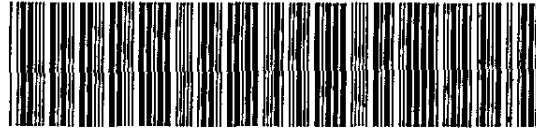
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JUMPING JAX TAX, INC.
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Admitted to Practice before the Internal Revenue Service

GUARANTEE

When we are the original tax preparer we will represent you, your corporation or your limited liability company for free within 3 years from the filing date of the tax return, including extensions of time to file but excluding extensions of time to pay tax any tax owed, if you, your corporation or your limited liability company have fully paid us for the tax return, should the Internal Revenue Service, state revenue service, state unemployment department, county or municipal property appraiser audit the related tax return. Our offer excludes amended tax returns unless we were the original tax preparer. We do not assure the outcome of any audit.

PRIVACY

We do not disclose any private information about our clients or former clients to anyone, except as instructed to do so by such clients, or as required by law. We restrict access to private information to those professionals necessary to prepare tax returns and tax compilations. We maintain physical, electronic and procedural safeguards to protect our clients' private information. Title 26 of the United States Code, Section 7216, prohibits tax preparers from disclosing taxpayers' private information without the taxpayers' consent, other than for the specific purpose of preparing, assisting in preparing or obtaining and providing services in connection with the preparation of the taxpayers' tax return.

3 May 2004

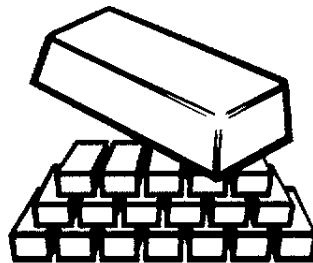
Registrations—Limited Liability Companies
Division of Corporations
Florida Department of State
PO Box 6327
Tallahassee, FL 32314-6327

Dear Document Specialist:

Please file the attached Amended and Restated Articles of Organization for a Florida Limited Liability Company. The required **\$25.00** fee for Florida Document **L04000017871** is attached.

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DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
FOR
LOVE PORT CHARLOTTE, LLC**
(Florida Document L04000017871)



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Article I. Preamble

Section 1.01 This Amended and Restated Articles of Organization were approved by a vote of the Majority-in-Interest of the Members pursuant to § 608.4231(4), Florida Statutes (approved by vote of more than 50.01% of the Members.)

Section 1.02 The name of this Florida Limited Liability Company is **LOVE PORT CHARLOTTE, LLC**, pursuant to following § 608.411(1)(a), Florida Statutes.

Section 1.03 The date of filing of the Articles of Organization was **8 March 2004**, pursuant to § 608.411(1)(b), Florida Statutes.

Section 1.04 This Florida Limited Liability Company amends and restates its Articles of Organization pursuant to 608.411(1)(c), Florida Statutes as follows:

Article II. The Name of the Florida Limited Liability Company

Section 2.01 The name of this Florida Limited Liability Company is **Love Port Charlotte, LLC**.

Article III. The Mailing Address and Street Address of the Principal Office of this Florida Domestic Profit Limited Liability Company

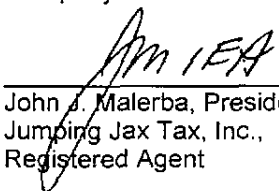
Section 3.01 The **street and mailing address** of the Principal Office of this Florida Domestic Profit Limited Liability Company is **1070 SW 110th Terrace, Davie, FL 33324**.

Article IV. The Name and Street Address of the Registered Agent of the Florida Domestic Profit Limited Liability Company

Section 4.01 The name of the registered agent of this Florida Limited Liability Company is **Jumping Jax Tax, Inc.**

Section 4.02 The street address of the Registered Agent of this Florida Limited Liability Company is **1940 Harrison St., Ste. 201B, Hollywood, FL 33020-5072.**

Section 4.03 As Registered Agent, Jumping Jax Tax, Inc. accepts service of process for the above Florida Limited Liability Company at the street address designated in these Amended and Restated 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. Jumping Jax Tax, Inc. is familiar with and accepts the obligations of Registered Agent for this Florida Limited Liability Company.



John J. Malerba, President,
Jumping Jax Tax, Inc.,
Registered Agent

Article V. Management

Section 5.01 This Florida Limited Liability Company is **Manager-Managed.**

Section 5.02 **Marie Le Testa and Paul Mineo of 1070 SW 110th Terrace, Davie, FL 33324** are the **Managers** of this Florida Limited Liability Company.

Article VI. The Effective Time and Date of Commencement of this Florida Limited Liability Company

Section 6.01 The effective time and date of commencement of this Florida Domestic Profit Limited Liability Company's existence was 8 March 2004, pursuant to § 608.409, Florida Statutes.

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

Section 7.01 This Florida Limited Liability Company shall indemnify and hold harmless any Member, any Manager, any Registered Agent, any Authorized Representative or any Employee from and against all claims and demands whatsoever.

Section 7.02 However, indemnification shall not be made to or on behalf of any Member, any Manager, any Registered Agent, any Authorized Representative or any Employee if a judgment or other final adjudication establishes the actions, or omissions to act, of such Member, Manager, Registered Agent, Authorized Representative or Employee 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 or the Employee had no reasonable cause to believe such conduct was unlawful; a transaction from which the Member, the Manager, the Registered Agent, the Authorized Representative or the Employee derived an improper personal benefit; or willful misconduct or a conscious disregard for the best interests of this 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;

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or in the case of a Manager, a circumstance under which the liability provisions of § 608.426, Florida Statutes are applicable.

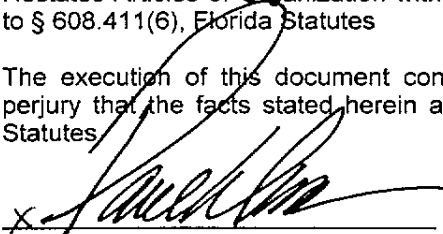
Article VIII. Execution by a Manager

Section 8.01 Manager Paul Mineo of this Florida Limited Liability Company duly executes these Amended and Restated Articles of Organization for this Florida Limited Liability Company following § 608.407, Florida Statutes.

Section 8.02 This Florida Limited Liability Company has substantially complied with the requirements of § 608.409(4), Florida Statutes.

Section 8.03 These Amended and Restated Articles of Organization shall supersede the existing Articles of Organization upon the filing date of these Amended and Restates Articles of Organization with the Florida Department of State, pursuant to § 608.411(6), Florida Statutes

Section 8.04 The execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true, pursuant to § 608.408(3), Florida Statutes.

X 
Paul Mineo, Manager
Love Port Charlotte, LLC

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