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STEPHEN C. SULLIVAN, P.L.

ATTORNEY & COUNSELOR AT LAW

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BUSINESS LAW
ESTATE PLANNING & ADMINISTRATION

(813) 936-8881
(813) 990-8882 (fax)

May 12, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

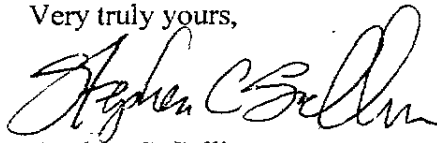
Re: Filing Articles of Organization

Dear Sir or Madam:

Enclosed for filing please find an original and one copy of twelve (12) Articles of Organization and a check in the amount of \$1,500.00 to cover the cost of the filing fee and registered agent fee for each.

Please file the Articles of Organization, date stamp the enclosed copies and return them to our office. Thank you for your assistance.

Very truly yours,



Stephen C. Sullivan

Enclosures
Check: \$1,500.00

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

The undersigned authorized representative, desiring to form a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, hereby submits, and files with the Florida Department of State, these Articles of Organization.

ARTICLE I - Name

The name of the limited liability company created hereby ("the Company") is: **JRF, LLC**

ARTICLE II - Purpose

The Company's purpose shall be to engage in any lawful business activity. The Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, all powers permitted by the Florida Limited Liability Company Act.

ARTICLE III - Address

The mailing address and street address of the principal office of the Company shall both be:

1928 Leila Place
Lakeland, Florida 33809

ARTICLE IV - Duration

The existence of the Company shall commence on the filing of these Articles and shall thereafter be perpetual, unless dissolution or conversion occurs according to law.

ARTICLE V - Management

The Company shall be managed by its Members.

ARTICLE VI - Membership Units

The total number of membership units authorized to be issued by the Company shall be 10,000 units. Each of the said units shall entitle the holder thereof to one (1) vote at any meeting of the members. All or any part of said units may be paid for in cash, in property, or in labor or

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services at a fair valuation to be fixed by the Managers of the Company at a meeting called for such purposes. All membership units then issued shall be paid for and shall be nonassessable.

ARTICLE VII - Ownership

The initial members of the Company and their ownership interest therein shall be as set forth in the Operating Agreement of the Company.

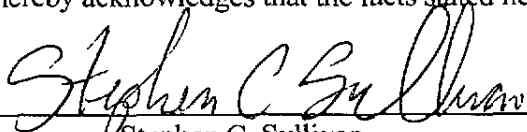
ARTICLE VIII - Admission of Additional Members

Additional members may be admitted to the Company in accordance with the terms and provisions of the Operating Agreement of the Company.

ARTICLE IX - Registered Office and Agent

The address of the initial registered office of the Company in the State of Florida is 1928 Leila Place, Lakeland, Florida 33809, and the name of the registered agent at such address is Joshua Fowler.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization, and hereby acknowledges that the facts stated herein are true.

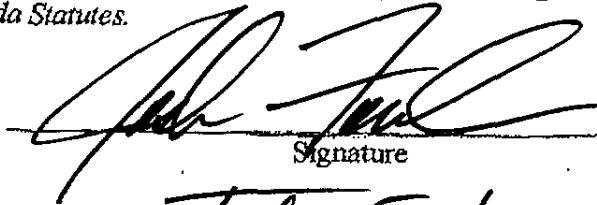


Stephen C. Sullivan

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Acceptance of Appointment as Registered Agent

Having been named as registered agent and to accept service of process for the above-named 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, as provided for in Chapter 608, Florida Statutes.



Signature

Joshua Fowler
Print Name

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