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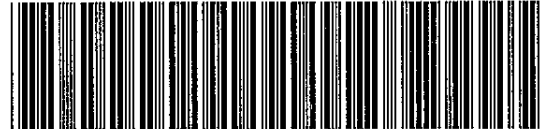
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CORPORATION SERVICE COMPANY\*

ACCOUNT NO. : 072100000032

REFERENCE : 989990 6383A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 23, 2004

ORDER TIME : 12:03 PM

ORDER NO. : 989990-005

CUSTOMER NO: 6383A

CUSTOMER: Kenneth E. Kemp, Esq.  
Andre J. Patrone, Esq

12685 New Brittany Boulevard

Fort Myers, FL 33907

DOMESTIC FILING

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

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. 2935

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

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**ARTICLES OF ORGANIZATION FOR  
J & A ENTERPRISES, L.L.C.,  
A FLORIDA LIMITED LIABILITY COMPANY**

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**ARTICLE I - Name**

The name of the Limited Liability Company is J & A ENTERPRISES, L.L.C.

**ARTICLE II - Address**

The mailing address of the principal office of the Limited Liability Company is P.O. Box 326, Labelle, FL 33975, and the street address of the principal office of the Limited Liability Company is 2020 Clipper Terrace, Labelle, FL 33935.

**ARTICLE III - Duration**

The period of duration for the Limited Liability Company shall be from the time the Articles of Organization are filed, until December 31, 2050, except as otherwise provided in Article VI.

**ARTICLE IV - Management**

The Limited Liability Company is to be managed by two (2) managers and the name and address of such managers who are to serve as managers until their successors are elected and qualified are:

Juan A. Perez  
2020 Clipper Terrace  
Labelle, FL 33935

Alberto F. Perez  
1427 Caywood Cir. N.  
Lehigh Acres, FL 33936

**ARTICLE V - Admission of Additional Members**

The members may admit additional members upon the unanimous vote of all members, and payment towards capital of the sum required by said vote.

**ARTICLE VI - Members Rights to Continue Business**

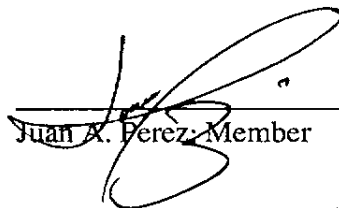
The remaining members of the Limited Liability Company may continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, if the remaining members agree by vote.

**ARTICLE VII - Registered Agent**

The name and street address of the initial registered agent is:

Juan A. Perez  
2020 Clipper Terrace  
Labelle, FL 33935

IN WITNESS WHEREOF, we, the undersigned, being the original members of the Limited Liability Company mentioned for the purpose of forming a Limited Liability Company under the laws of the State of Florida do make, subscribe, acknowledge and file the foregoing Articles of Organization, hereby certifying that the facts therein stated are true, and accordingly set our hands and seals at FORT MYERS, Florida this 22<sup>nd</sup> day of NOVEMBER, 2004.

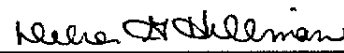
  
\_\_\_\_\_  
Juan A. Perez, Member

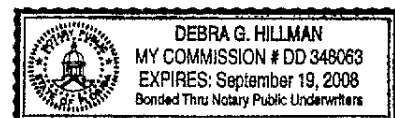
  
\_\_\_\_\_  
Alberto F. Perez, Member

STATE OF FLORIDA        )  
                                      )  
COUNTY OF LEE        )

BEFORE ME, the undersigned authority, personally appeared JUAN A. PEREZ, who is personally known to me and who did take an oath, deposes and says that he executed the foregoing Articles of Organization, voluntarily, for the purposes therein expressed.

WITNESS my hand and official seal this 22<sup>nd</sup> day of NOVEMBER, 2004.

  
\_\_\_\_\_  
DEBRA G. HILLMAN  
Notary Public - State of Florida  
Commission No. DD 348063  
My Commission Expires: 9/19/08

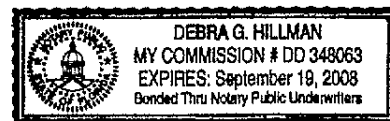


STATE OF FLORIDA     )  
                                  )  
COUNTY OF LEE        )

BEFORE ME, the undersigned authority, personally appeared ALBERTO F. PEREZ, who is personally known to me and who did take an oath, deposes and says that he executed the foregoing Articles of Organization, voluntarily, for the purposes therein expressed.

WITNESS my hand and official seal this 22<sup>nd</sup> day of NOVEMBER, 2004.

Debra G. Hillman  
DEBRA G. HILLMAN  
Notary Public - State of Florida  
Commission No. DD 348063  
My Commission Expires: 9/19/08



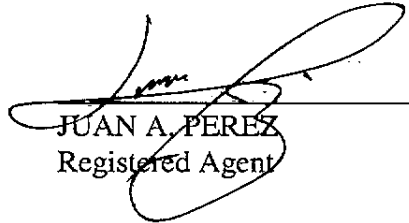
### **ACCEPTANCE BY REGISTERED AGENT**

In pursuance of Chapter 608.407(1)(c), Florida Statutes, the following is submitted, in compliance with said Act:

That J & A ENTERPRISES, L.L.C., a Florida Limited Liability Company, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at Labelle, County of Hendry, State of Florida, has named JUAN A. PEREZ, located at 2020 Clipper Terrace, Labelle, County of Hendry, State of Florida, as its agent to accept service of process within this State.

#### **ACCEPTANCE BY REGISTERED AGENT:**

Having been named as Registered Agent to accept service of process for the above stated L.L.C., at the place designated in this certificate, I hereby accept to act in this capacity, acknowledge that I am familiar with the obligations of this position and agree to comply with the provisions of said Act relative to keeping open said office.

  
JUAN A. PEREZ  
Registered Agent