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SECRETARY OF STATE

LAW OFFICE OF

R. WILLIAM FUTCH

GIO SE 17TH STREET
OCALA, FLORIDA 34471
(352) 732-8080
FAX: (352) 732-8023
E-MAIL: rwfutchpa@aol.com

PLEASE REPLY TO: POST OFFICE BOX 4885 OCALA, FLORIDA 34478

January 26, 2005

VIA U.P.S.

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

Re: J. E. PROPERTIES OF FLORIDA, LLC

Dear Sir/Madam:

Enclosed for filing are an original and one copy of the Articles of Organization of J.E. Properties of Florida, LLC. Also enclosed is a check made payable to the Secretary of State in the sum of \$155.00, representing \$100.00 for the filing fee, \$25.00 for the designation of agent, and \$30.00 for a certified copy of same.

Please return a certified copy of the Articles of Organization to me in the envelope provided.

Thank you for your cooperation. If you have any questions, please contact me.

R WILLIAM FUTCH

RWF/kad

Enc. (Check # 1030)

BY

ARTICLES OF ORGANIZATION OF J.E. PROPERTIES OF FLORIDA, LLC

ARTICLE I - NAME

- 1.1 The name of this entity is J.E. PROPERTIES OF FLORIDA, LLC.
- The mailing address and street address of the principal office of
 PROPERTIES OF FLORIDA, LLC is 2820 S.E. Third Court, Suite 100,
 Ocala, Florida 34471, and the mailing address is the same.

ARTICLE II - DURATION

2.1 This Limited Liability Company shall have perpetual existence, unless earlier terminated as provided in Section 608.441(1), <u>Florida</u>
Statutes.

ARTICLE III - PURPOSE

3.1 This Limited Liability Company is organized under Chapter 608, Florida Statutes, for the purpose of transacting any and all lawful business. Its original purpose is for the purchase, improvement, and operation of real estate to be owned by it.

ARTICLE IV - MANAGEMENT

4.1 This Limited Liability Company is to be managed by a manager or managers, and the names and street and mailing addresses of the persons who are to serve as the managers are:

MANAGER'S NAME:

STREET ADDRESS:

MUHAMMAD Z. ABDUL-JAWAD

2820 S.E. Third Court

Suite 100

Ocala, FL 34471

RAMULU ELIGETI

5441 S.W. 30th Avenue Ocala, FL 34474

4.2 The names and street addresses of the members of this Limited Liability Company are:

MEMBER'S NAME:	STREET ADDRESS:
MUHAMMAD Z. ABDUL-JAWAD and REEM ABDUL-JAWAD, as tenants by the entireties	2820 S.E. Third Court Suite 100 Ocala, FL 34471
ELIGETI REAL ESTATE LIMITED PARTNERSHIP, an Alaska Limited Partnership	700 North Colorado Blvd. Denver, Colorado 80206

4.3 The Regulations may establish one or more classes or groups of one or more members having the relative right, powers and duties including voting rights, as set forth in the Regulations. The rights, powers of duties of a class or group of members may be senior to those of one or more existing class or groups of members. Initially the members shall all be of the same class.

Except as expressly provided in the Regulations, no member shall by reason of holding a membership interest in the Limited Liability Company have a preemptive, preferential or other right to acquire any additional or greater membership interest in the company or any right to subscribe to or acquire any additional or greater membership interest in the company (or any security of the company convertible into or carrying such a right).

ARTICLE V - INITIAL REGISTERED OFFICE

5.1 The street and mailing address of the initial registered office of the Limited Liability Company is 2820 S.E. Third Court, Suite 100, Ocala, Florida 34471.

ARTICLE VI - OWNERSHIP INTEREST/ TRANSFERABILITY

- 6.1 Each member's status as a member of the Limited Liability
 Company shall be evidenced by a certificate executed by all members of the
 Limited Liability Company. The Limited Liability Company shall maintain a
 register of its members and the address at which each desires notices and
 reports to be mailed.
- 6.2 No member's interest in the Limited Liability Company may be transferred except in strict compliance with this Paragraph and the Regulations. To accomplish a transfer, a member shall give notice of his request for a transfer together with a Transfer Request Fee of \$10.00 payable to the Limited Liability Company. The request for transfer shall

designate the identity of the proposed transferee, his official address, and Social Security Number.

ARTICLE VII - LIMITED LIABILITY

7.1 Except as and to the extent the Regulations specifically provide otherwise, a member, or agent of the members, shall not be liable for the debts, obligations or liabilities of the Limited Liability Company including under a judgment, decree or order of a court. Any repeal or modification of this Article or the Regulations shall be prospective only, and shall not adversely affect any limitation of the personal liability of a member or agent of the members of the Limited Liability Company at the time of the repeal or modification.

ARTICLE VIII - DEATH/RESIGNATION, EXPULSION, BANKRUPTCY, DISSOLUTION OF A MEMBER, OR OTHER ACT TERMINATING A MEMBER

8.1 <u>Death, Resignation, Etc. of a Member.</u> If a member dies, resigns, become bankrupt, dissolves, or if the existence of a Member that is a corporation or other legal entity terminates (the "Incapacitated Member"), or other act of dissolution occurs under Section 608.441(1), Florida Statutes, the Company shall be dissolved six (6) months after the event unless (a). The Company is continued by the consent of a majority in interest (as such term is interpreted for purposes of Section 301.7701-2(b)(1) of the Treasury Regulations) of the remaining Members; and (b) Either there is least one remaining Member, or a new member is admitted to the Company. If the

business of the Company is continued, a Majority in Interest of the remaining Members shall elect either to: (i) permit the Incapacitated Member's successor-in-interest to continue as an Assignee or substitute Member, or (ii) cause the Limited Liability Company to redeem the interest of the Incapacitated Member on the terms set forth in the Regulations. If the Incapacitated Member's successor-in-interest is permitted to continue as an Assignee or substitute Member, then the successor-in-interest shall be liable for the Incapacitated Member's obligations arising under this Agreement and the Act. The rights of the Incapacitated Member or his successor-in-interest shall be as set forth in the Operating Agreement of the Limited Liability Company.

ARTICLE IX - CONFLICTS

9.1 Any contract or other transaction between the Limited Liability
Company and one or more of its members or employees in which they are
interested, directly or indirectly, or between the Limited Liability Company
and any corporation or association of which one or more of its members or
employees have an interest, directly or indirectly shall be valid for all
purposes notwithstanding the presence of the members at the meeting of
the members that act upon, or in reference to the contract or transaction; provided, the interested party does not vote or participate in the action; that
the interested party discloses his interest before action is taken, and the
contract or transaction is fair and reasonable as to the Limited Liability

Company at the time it is authorized by the members. This Section is intended to expand the ability of the Limited Liability Company to conduct business with interested parties and shall not be construed to invalidate any contract of other transaction that would otherwise be valid under the common and statutory law applicable to it.

ARTICLE X - INITIAL REGISTERED AGENT AND OFFICE

10.1 The name of the initial registered agent of this Limited Liability Company is MUHAMMAD Z. ABDUL-JAWAD who has signed a Certificate of Acceptance attached to these Articles of Organization to indicate his acceptance, which Certificate is incorporated herein by reference. The street and mailing address of the initial registered agent is located is 2820 S.E. Third Court, Suite 100, Ocala, Florida 34471.

ARTICLE XI - AMENDMENT OF ARTICLES

11.1 The Limited Liability Company reserves the right to amend the Articles in any manner now or hereafter permitted by the law, or as provided by the Limited Liability Company's Regulations.

The undersigned affirms under penalties of perjury that the affiregaing facts set forth in these Articles are true.

IN WITNESS WHEREOF, the unde	ersigned member has executed these
Articles of Organization this 26 day	y of
	MANAGING MEMBERS:
	MUHAMMAD Z. ABDUL-JAWAD
	RAMULU ELIGETI
STATE OF FLORIDA COUNTY OF MARION	
to take acknowledgments, personally approximately JAWAD, as Managing Member of J.E. PR personally known to me (Yes No and who executed the foregoing instrum	ROPERTIES OF FLORIDA, LLC, who is) to be the person described in
that he executed same for the purposes	
WITNESS my hand official seal in this day of	the County and State last aforegaid 2005.
R. WILLIAM FUTCH COMMISSION # DD 12968 EXPIRES MAY 20 2005 BONDED THROUGH ADVANTAGE NOTARY	Notary Public, State of Florida At Large My commission expires:

STATE OF FLORIDA COUNTY OF MARION

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared RAMULU ELIGETI, as Managing Member of J.E. PROPERTIES OF FLORIDA, LLC, who is personally known to me (Yes) to be the person described in and who executed the foregoing instrument, OR who has produced
as identification and acknowledged before me
that he executed same for the purposes expressed herein.
WITNESS my hand official seal in the County and State last aforesaid this
Notary Public, State of Florida
At Large
My commission expires:





CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability company at the place designated in this certificate, I hereby accept the appointment to act in this capacity, and agree to comply with the provisions of Section 608.415 and 608.416, <u>Florida Statutes</u>, relative to keeping open said office. I am familiar with and accept the obligations of registered agent for J.E. PROPERTIES OF FLORIDA, LLC.

DATED this 26 day of) amang, 2005.
	M. TA Calural
	MUHAMMAD Z. ABDUL-JAWAD
	Registered Agent
	2820 S.E. Third Court
	Suite 100
	Ocala, Florida 34471
	(352)

