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OF COUNSEL: DANIEL K. CORBETT THOMAS A. HICKEY WILLIAM J. PAYNE RONALD WITKOWSKI

September 13, 2005

# VIA FEDERAL EXPRESS

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

Re:

Incorporation of JPJ Enterprises, LLC

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization for JPJ Enterprises, LLC along with this law firm's check in the amount of \$125.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible.

Should you have any questions, please do not hesitate to call.

Sincerely

Tracy Lee Longo, Assistant to Paul A. Krasker

/tll

Enclosures

# ARTICLES OF ORGANIZATION OF JPJ ENTERPRISES, LLC

The undersigned hereby forms and establishes a limited liability company under the laws of the State of Florida.

### ARTICLE I

The name of this limited liability company is JPJ ENTERPRISES, LLC ("Company").

#### ARTICLE II

The mailing address and street address of the principal place of business of the Company is 631 U.S. Highway One, Ste. 402, North Palm Beach, FL 33408. The Company may at its discretion, at any time, change the address of its principal place of business.

## ARTICLE III

The name and street address of the initial registered agent of this Company is Paul Krasker, Esquire, 625 North Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, Florida, 33401.

#### ARTICLE IV

The management of this Company shall be vested in its members. The name and mailing address of the members are as follows: VINCENT M. FAZIO, whose address is 631 U.S. Highway One, Ste. 402, North Palm Beach, FL 33408; JAMES M. FAZIO, whose address is 631 U.S. Highway One, Ste. 402, North Palm Beach, FL 33408 and P.R. GOLF, INC., a Florida corporation, whose address is 6701 Mallards Cove Road, 33-B, Jupiter, FL 33458.

#### ARTICLE V

The business of this Company shall not be dissolved 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 this Company, unless the remaining members consent to such a termination of the business of the Company within ninety days of the occurrence of any event which would terminate the existence of this Company.

## **ARTICLE VI**

The power to adapt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the vote of a majority of its members.

# ARTICLE VII

Except as otherwise provided by law, no debt in excess of \$10,000.00 shall be contracted nor liability incurred by or on behalf of this Company except by a vote of a majority of its members.

•	1 3 1 1
IN WITNESS WHEREOF, I have he	reunto subscribed my name this 12 day of September, 2005.
	Paul A. Krasker, an Authorized Representative
STATE OF FLORIDA	)
COUNTY OF PALM BEACH	)
	s acknowledged before me this <u>12</u> day of September, 2005, by epresentative of the members, who is personally known to me, as identification.
	Notary Name: Andréa M Silva Notary Public
and the second	Serial (Commission) Number  ANDREA M. SILVA (II any)  COMMISSION # DD 422195  EXPIRES: April 25, 2009  and Thre Notary Pasic Underwriters
liability company at the place desig registered agent and agree to act in a all statutes relating to the proper an	ent and to accept service of process for the above stated limited mated in this certificate, I hereby accept the appointment as this capacity. I further agree to comply with the provisions of ad complete performance of my duties, and I am familiar with osition of registered agent for JPJ ENTERPRISES, LLC as
	Paul Krasker, Registered Agent