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TOI

Division of Corporations

Fax Number

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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686

Fax Number : (305)672-9110

FLORIDA/FOREIGN LIMITED LIABILITY CO.

J&E Holdings, LLC

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is: J&E Holdings, LLC

Article II. Address

The Company's street and mailing address is:

J&E Holdings, LLC

1105 SW Magnolia Bluff Drive

Palm City FL 34990

Article III. Registered Agent

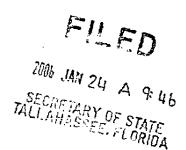
The name and street address of the Company's registered agent is:

Mark Brechbill 215 South Federal Highway Suite 100 Stuart FL 34994

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

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Article V. Distribution of Profits

FILE Unless otherwise provided in the Company's Operating Agreement, there shall not be any distribution of profits unless each separate distribution is approved by the affirmative 24 vote of members who own more than 50% of the voting interest in the Company. The voting members shall have complete discretion on when and if to approve any with the SEF OF ST. distribution of profits.

Article VI. Management

This will be a manager-managed company. The name and address of each manager is:

JENNIFER HUGGINS 1105 SW Magnolia Bluff Drive Palm City FL 34990

Article VII. Company Existence

The Company's existence shall begin effective as of 1/24/2006.

The undersigned authorized representative of a member executed these Articles of Organization on 1/24/2006.

CORPORATE CREATIONS INTERNATIONAL INC. Franco E. Cammarata Vice President and Counsel by D. Stoutt as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY: J&E Holdings, LLC

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ZOOB JAN 24 A 9: 46 SECRETARY OF STATE TALLAHASSEE, FLORIDA

REGISTERED AGENT/OFFICE:

Mark Brechbill 215 South Federal Highway Suite 100 Stuart FL 34994

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MARK BRECHBILL by D. Stoutt as attorney-in-fact

Date: 1/24/2006.

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