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FLORIDA/FOREIGN LIMITED LIABILITY CO.

JK Holdings II, LLC

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**ARTICLES OF ORGANIZATION
OF
JK HOLDINGS II, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608 et seq., *Florida Statutes*, (the "Act") does hereby certify as follows:

ARTICLE I - NAME

The name of the limited liability company is JK HOLDINGS II, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is

1000 West Colonial Drive
Suite 288
Ocoee, Florida 34761

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the registered agent are

Dudley Q. Sharp, Jr., Esq.
369 N. New York Avenue, 3rd Floor
Winter Park, Florida 32789

Having been named as registered agent and to accept service of process for JK HOLDINGS II, LLC, 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*.


Dudley Q. Sharp, Jr.

ARTICLE IV - MANAGEMENT

The Company shall be managed by one or more managing members. The initial managing members and their addresses are stated below:


Kendall M. Everhart
1000 West Colonial Drive
Suite 288
Ocoee, Florida 34761

Florin Investments, Ltd.
1000 West Colonial Drive
Suite 288
Ocoee, Florida 34761

ARTICLE V - MEMBERS

The initial members of the Company shall be Kendall M. Everhart and Florin Investments, Ltd. No other Person, as that term is defined in the Act, shall be admitted as a member of the Company unless the Managing Members shall consent in writing to the admission of such Person, such Person shall have executed and delivered the operating agreement of the Company as adopted and approved by the members and Manager of the Company, and such person shall have paid in full the subscription price or capital contributions as provided for in the operating agreement of the Company.

(In accordance with Section 608.408(3), *Florida Statutes*, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)


Dudley Q. Sharp, Jr.
Authorized representative

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