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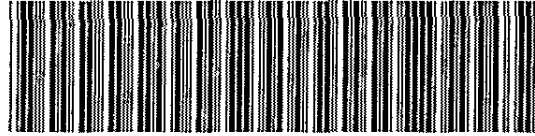
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LAW OFFICE OF HARLAN R. DOMBER, P.A.

HARLAN R. DOMBER
BOARD CERTIFIED REAL ESTATE ATTORNEY

SUITE L-1
3900 CLARK ROAD
SARASOTA, FLORIDA 34233
TELEPHONE (941) 923-9930
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January 15, 2007

Division of Corporations
New Filings Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Organization of GEPHART J.O.A.T., LLC, a Florida limited liability company

Dear Sirs:

Enclosed herewith please find the Articles of Organization of GEPHART J.O.A.T., LLC, a Florida limited liability company. Said Articles contain the designation of the registered agent and the registered agent's acceptance of appointment. Also enclosed is a copy of said Articles of Organization. Finally, enclosed is our firm's trust account check no. 56690, in the sum of \$160.00, representing the filing fee for the Articles of Organization, the fee for the designation and acceptance of appointment of the registered agent, and the charge for a certified copy of the Articles of Organization. Please forward the Certificate of Organization and a certified copy of the Articles of Organization to the undersigned at your earliest convenience.

Should you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,



Harlan R. Domber

Enclosures as noted

hrd.gephart.btb.gephart j.o.a.t., llc.div-corp.lrl.wpd

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ARTICLES OF ORGANIZATION
OF
GEPHART J.O.A.T., LLC,
a Florida Limited Liability Company

The undersigned, each with the capacity to contract, hereby executes and acknowledges these Articles of Organization for the purpose of forming a Florida limited liability company under and by virtue of the laws of the State of Florida as contained in Chapter 608, Florida Statutes, as amended (the "Act").

ARTICLE 1. NAME AND PRINCIPAL OFFICE ADDRESS

The name of this limited liability company shall be GEPHART J.O.A.T., LLC (hereinafter the "Company"). The initial principal office/ mailing address of the Company is 1891 Englewood Road, #101, Englewood, FL 34223.

ARTICLE 2. DURATION

The date of commencement of the Company's existence shall be on the date the Articles of Organization are filed with the Department of State, and the period of duration of the Company shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by the consent of all remaining members.

ARTICLE 3. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Company is:

A. To conduct business as a Florida licensed real estate salesperson under Florida Statutes Chapter 475, and/or to purchase or acquire, and to lease, own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and invest in, trade in, deal in and with, goods, wares, merchandise, franchises, real and personal property, and services of every class, kind and description; except that the Company is not to conduct a banking, safety deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

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B. To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, federal licenses and permits, licenses and permits in the State of Florida and in all other states and countries.

C. To contract debt and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of company indebtedness as required.

D. To purchase the assets of any other business entity and engage in the same or other character of business, except to the extent prohibited by law.

E. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidence of indebtedness created by any corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

F. To engage in any activity or business permitted under the laws of the United States of America and any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time, with all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.

ARTICLE 4. MEMBER(S)

The name(s) and address(es) of the initial member(s) of the Company are as follows:

SHERRY A. GEPHART
1891 Englewood Road, #101
Englewood, FL 34223

ARTICLE 5. MANAGEMENT

The management of the Company shall be reserved to the member(s). The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Florida Statutes, as the same may be amended from time to time, and as further provided in the Regulations of the Company (hereinafter sometimes referred to as the "Operating Agreement").

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ARTICLE 6. ADMISSION OF NEW MEMBER(S)

The members shall have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

ARTICLE 7. CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION AND MEMBER VOTING

A. Initial Contributions. The total amount of cash or property to be initially contributed by each of the initial members of the Company is as follows:

<u>Name:</u>	<u>Amount:</u>	<u>Percentage:</u>
SHERRY A. GEPHART	\$1,000.00	100.00%

B. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

C. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each member's vote shall be weighted in accordance with the Regulations of the Company.

D. Additional Contributions. The members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE 8. ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Florida Statutes. Said Regulations may be identified as the Operating Agreement.

ARTICLE 9. AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

ARTICLE 10. CONTRACT IN WHICH MEMBER(S) HAS/HAVE AN INTEREST

No contract or other transaction of the Company with any person, firm or corporation or no contract or other transaction in which the Company is interested shall be invalidated or affected by: (a) the fact that one or more of the members is a member, director or officer of another firm or corporation, or (b) the fact that any member, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a member of the Company is hereby relieved from any liability that might otherwise arise by reason of his/her contracting with the Company for the benefit of him/herself or any firm or corporation in which he/she may be interested.

ARTICLE 11. INDEMNIFICATION

All members shall be indemnified by the Company against all expenses and liabilities, including counsel fees (including appellate proceedings), reasonably incurred by them in connection with any proceeding or settlement thereof in which they become involved by reason of performing service on behalf, or being a member, of this Company.

ARTICLE 12. INITIAL REGISTERED OFFICE AND
DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company is 3900 Clark Road, Suite L-1, Sarasota, Florida 34233, and the name of the initial registered agent of the Company at such address is Harlan R. Domber, Esquire. The initial registered agent has accepted the appointment as evidenced by the written acceptance attached to these Articles of Organization. The Registered Agent of the company may be changed at any time by a vote of the members without an amendment to these Articles.

IN WITNESS WHEREOF, the undersigned, being the authorized representative of the member(s) the Company, have executed these Articles of Organization and certified to the truth of the facts herein stated this 11th day of January, 2007.


SHERRY A. GEPHART

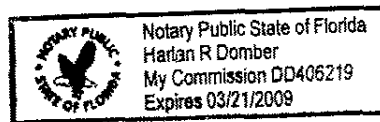
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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 11th day of January, 2007, by SHERRY A. GEPHART, who (Notary choose one) [] is personally known to me, or ☒ has produced her Florida Driver's License as identification, and who executed the foregoing Articles of Organization for the purposes therein expressed.



Signature of Notary Public



Print Name of Notary Public, Affix Seal and State
Notary's Commission Number & Expiration Date

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I have been designated as Registered Agent in the above Articles of Organization of GEPHART-J.O.A.T., LLC. Simultaneously, I hereby accept the appointment as Registered Agent. My office address is 3900 Clark Road, Suite L-1, Sarasota, Florida 34233. The undersigned shall serve as the Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.



HARLAN R. DOMBER
Registered Agent

hrd.gephart.btb.gephart.j.o.a.t.,llc.articles.org.wpd

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