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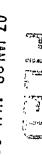
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SECRETARY OF STATE
ALLAHASSEE FLORIDA



RONALD S. WEBSTER

COUNSELOR AT LAW

Telephone: (239) 394-8999 Facsimile: (239) 394-3511

979 NORTH COLLIER BLVD. MARCO ISLAND, FLORIDA, 34145 E-MAIL: ronwebster@earthlink.net INFO: www.ronwebster.com

January 25, 2007

Secretary of State Division of Corporations Corporate Filings PO Box 6327 Tallahassee, FL 32314

RE: Jersey Cap Partners, L.L.C.

Dear Sir or Madam:

Enclosed please find Articles of Organization relative to the above-mentioned corporation together with a copy. Also enclosed is a check in the sum of \$125.00 representing the filing fee in this regard.

Should you have any questions relative to this matter, please do not hesitate to contact this office.

Very truly yours,

Mary A./Adams Legal Assistant

MAA enclosure

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SECRETARY OF STATE
TALLAHASSEE FI DRING

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ARTICLES OF ORGANIZATION FOR JERSEY CAP PARTNERS, LLC A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is JERSEY CAP PARTNERS, L.L.C

ARTICLE II

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III

The mailing and street address of the Limited Liability Company is 592 South Collier Blvd., Suite 301, Marco Island, FL 34145.

ARTICLE IV

The street address of the initial registered office of this Limited Liability Company is 979 North Collier Boulevard, Marco Island, FL 34145 and the name of initial Resident Agent is Ronald S. Webster.

ARTICLE V

Additional members may be admitted and the terms and conditions of the admissions shall be that each member consents in writing to the admission of the additional member.

ARTICLE VI

The remaining members of the limited liability company have the right to continue the business 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 the limited liability company upon unanimous consent of the remaining members.

ARTICLE VII

The Limited Liability Company is to be managed by a manager. The name and address of the manager is:

Melvin A. Slawik 970 Cape Marco Drive #1908 Marco Island, FL 34145

ARTICLE VIII

The members of the Limited Liability Company are:

Land and Sea Holdings, LLC 592 South Collier Blvd. Suite 301 Marco Island, FL 34145

Capistrano Development, LLC 309 Capistrano Court Marco Island, Fl 34145

> Melvin A. Slawik Authorized Agent

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: JERSEY CAP PARTNERS, Like
- 2. The name and address of the registered agent and office is

Ronald S. Webster 979 N. Collier Blvd. Marco Island, FL 34145

Having been named as the registered agent and to accept service of process for the above stated limited liability Company at the place designated in the 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 farilitativith and accept the obligations of my position as registered agent

Ronald S. Webster Registered Agent

Date: 1/10/0/