

AUG. 10. 2007. 10:20 AM  
Division of Corporations

HOLBROOK, AKEL, COLD, STIEFEL & RAY, P.A.

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**L07000082353**

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*See attached letter w/ <sup>New</sup> Articles of formation*

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

*SR*  
**JPH Development, LLC**

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*W07-38173*

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August 7, 2007

HOLBROOK, AKEL, COLD, STIEFEL & RAY, P.A.

SUBJECT: JPH DEVELOPMENT, LLC  
REF: W07000038173

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida or Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

The document number of the name conflict is #K45344, J.P.H. DEVELOPMENT, CORP..

Florida law requires the street address of the principal office and, if different, the mailing address of the entity. A post office box is not acceptable for the principal office.

8 AUG. 10. 2007 10:22AM

HOLBROOK AKEL COLD STIEFEL & RAY

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Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan  
Document Specialist

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ARTICLES OF ORGANIZATION  
OF  
JPHSR DEVELOPMENT, LLC

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The undersigned subscribers to the Articles of Organization, each a natural person competent to contract, hereby associate themselves together to form a limited liability company under the provisions of Chapter 608 of the laws of the State of Florida.

ARTICLE I

The name of the limited liability company is: JPHSR DEVELOPMENT, LLC

ARTICLE II

The duration of this limited liability company shall be perpetual.

ARTICLE III

The initial address of the place of business in the State of Florida of this limited liability company is 1853 S. W. Highway 121, Worthington Springs, Florida 32697, and the initial mailing address is the same.

ARTICLE IV

The registered office shall be Suite 2301, One Independent Drive, Jacksonville, Florida 32202, and the registered agent at that same address is Daniel D. Akel, Esquire.

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The members of this limited liability company may admit additional members upon the unanimous approval of the existing members and the contribution of cash or property in an amount to be unanimously approved by the existing members.

ARTICLE VI

In the event of 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 liability company, the business of the limited liability company may be continued if all of the remaining members unanimously consent to such continuance of business.

ARTICLE VII

This limited liability company is to be managed by a manager or managers and the names and addresses of the initial managers who are to serve as managers until the first annual meeting of members or until their successor or successors are elected and qualified:

<u>Name</u>	<u>Address</u>
John P. Hale, Jr.	Post Office Box 9 Worthington Springs, Florida 32697
Thomas O. Hale	Post Office Box 9 Worthington Springs, Florida 32697

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#### ARTICLE VIII

The date of the existence of the limited liability shall be the date of the filing of the Articles of Organization by the Department of State of the State of Florida.

#### ARTICLE IX

The Articles of Organization of this limited liability company may be amended in any manner permitted by Chapter 608, Florida Statutes.

#### ARTICLE X

Management of the limited liability company shall be vested in a manager or managers, who shall be elected annually by the members in the manner prescribed by and provided in the regulations of the limited liability company. The manager or managers may or may not be members. The manager or managers shall also hold the offices and have the responsibilities accorded to them by the members and set out in the operating agreement of the limited liability company. All rights of members of this limited liability company shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

#### ARTICLE XI

The power to adopt, alter, amend, or repeal the regulations of this limited liability company shall be vested in the manager or managers of the company. Regulations adopted by the manager or managers may be repealed or altered; new regulations may be

adopted by the members; and the members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the manager or managers.

The regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not inconsistent with law or the Articles of Organization.

ARTICLE XII

No debt shall be contracted nor liability incurred by or on behalf of this limited liability company except by one or more of its managers.

ARTICLE XIII

The interest of a member in the limited liability company may be transferred or assigned as provided in the operating agreement; however, if all of the other members of this limited liability company other than the member proposing to dispose of his or its interest do not approve of the proposed transfer or assignment by unanimous written consent, the transferee of the interest of the member shall have no right to participate in the management of the business and affairs of this limited liability company or to become a member. Such transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.

John P. Hale, Jr., Manager

By: 

DANIEL D. AKEL, an  
Authorized Representative

ACCEPTANCE BY RESIDENT AGENT

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for said limited liability company JPHSR Development, LLC.



DANIEL D. AKEL

STATE OF FLORIDA

COUNTY OF DUVAL

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DANIEL D. AKEL, an authorized representative of JOHN P. HALE, JR., manager, who is personally known to me to be the person described as the organizer in and who executed the foregoing Articles of Organization of JPHSR DEVELOPMENT, LLC, and he acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above, this 10 day of August, A.D. 2007.





NOTARY PUBLIC, State of Florida

Print Name: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

Commission No.: \_\_\_\_\_

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