

Division Nov.

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NY 9545 P. 1

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Florida Department of State  
Division of Corporations  
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**L. SELLERS**

NOV 17 2008

To:

Division of Corporations  
Fax Number : (850) 617-6383

**EXAMINER**

From:

Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.  
Account Number : 073222003555  
Phone : (561) 686-3307  
Fax Number : (561) 471-0894

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**J & I Associates, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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## ARTICLES OF ORGANIZATION

OF

### J & I ASSOCIATES, LLC

The undersigned member, desiring to form a Florida limited liability company under the Florida Limited Liability Company Act ("Act"), Section 608.401-608.703, Florida Statutes, does hereby make and file these Articles of Organization. Defined terms in these Articles have the same meanings given to them in Section 608.402 of the Act.

#### ARTICLE I

##### NAME

The name of this limited liability company ("Company") is:

J & I ASSOCIATES, LLC

#### ARTICLE II

##### ADDRESS

The mailing address and street address of the Company's principal office are:

3185 Boutwell Road  
Lake Worth, FL 33461

#### ARTICLE III

##### REGISTERED OFFICE AND AGENT

The name and Florida street address of the registered agent are:

John White II  
1645 Palm Beach Lakes Boulevard  
Suite 1200  
West Palm Beach, Florida 33401

*Having been named as registered agent and to accept service of process for the Company 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*

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*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 in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
John White II

**ARTICLE IV**

**MANAGEMENT**

The management of the Company has been exclusively reserved to a Manager or Managers, and the Company is, therefore, a manager-managed company. The Managers are Ira M. Levy and Joseph Horrocks.

**ARTICLE V**

**INDEMNIFICATION OF MANAGERS**

To the fullest extent permitted by law, the Company will indemnify and hold the Managers harmless from and against all expenses (including, without limitation, attorneys' fees and costs in all trial, appellate and collection proceedings) actually and reasonably incurred in connection with any proceeding, whether civil or criminal, in which he is a party. The Company may maintain insurance to protect itself and the Managers against all fines, liabilities, costs and expenses, including attorneys' fees, whether or not the Company would have the legal power to indemnify him directly against such liability. To the fullest extent permitted by law, the Members and Company hereby waive and release the Managers from any and all claims and liabilities by reason of adverse results to the Company or any act or failure to act on the part of the Managers in the performance of any duty so long as the Managers were proceeding in good faith to promote the best interests of the Company and is otherwise entitled to indemnification.

**ARTICLE VI**

**ACTIONS BY MEMBERS**

The following actions will require the written consent of all the Members in the Company:

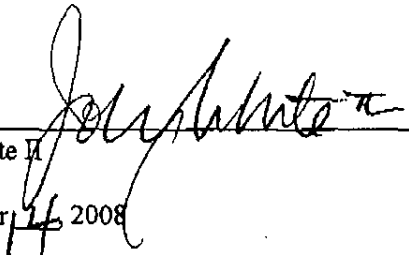
1. Amending the Company's Articles of Organization, and
2. Approving the right of the assignee of a Membership Interest to exercise the rights of a member.

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IN WITNESS WHEREOF, the undersigned authorized representative of a Member has made and subscribed these Articles of Organization on the date hereinafter set forth.

  
\_\_\_\_\_  
John White II

November 14 2008

(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.)

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