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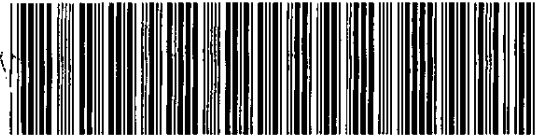
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. Calligan MAR 19 2009

RICKEY L. FARRELL, ATTORNEY AT LAW, P.A.

1595 SE PORT ST. LUCIE BOULEVARD

PORT ST. LUCIE, FLORIDA 34952

(772) 335-5455

(772) 337-3485 FAX

February 3, 2009

Department of State

Division of Corporations

409 E. Gaines Street

Tallahassee, Florida 32399

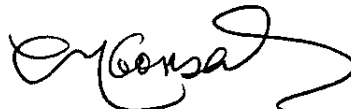
RE: J & J & R Properties, LLC

Dear Sir or Madam:

Enclosed herewith are an original and one copy of the Articles of Organization and acceptance by Registered Agent for the above-referenced new limited liability company. Please file the originals in your offices and certify and return to us a certified copy.

I am enclosing a check in the amount of \$125.00, which covers the filing and registered agent designation fees. Thank you for your assistance in this matter.

Sincerely,



Tiffany N. Gonsalves, CLA FRP
Certified Paralegal

Enc.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 11, 2009

RICKEY L. FARRELL, ATTORNEY AT LAW
1595 SE PORT ST. LUCIE BLVD.
PORT ST. LUCIE, FL 34952

SUBJECT: J & J & R PROPERTIES, LLC
Ref. Number: W09000006661

We have received your document for J & J & R PROPERTIES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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.

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) 245-6067.

Neysa Culligan
Regulatory Specialist II

Letter Number: 709A00004872

**ARTICLES OF ORGANIZATION
OF
PHENCES, LLC**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608.407, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization:

ARTICLE I - NAME

The name of this limited liability company is Phences, LLC

ARTICLE II - DURATION

This limited liability company shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - ADDRESS

The street address of the principal office and the mailing address of the Company shall be 857 S.W. South Macedo Boulevard, Port St. Lucie, Florida 34983.

ARTICLE IV - MANAGEMENT

Management of the Company shall be reserved to the Member(s). The Managing Members of the Company shall be James J. Kierstead, Judith A. Potter and Richard D. Potter, Sr. The Member(s) of the Company are as follows:

James J. Kierstead
857 S.W. South Macedo Blvd.
Port St. Lucie, Florida 34983

Judith A. Potter
857 S.W. South Macedo Blvd.
Port St. Lucie, Florida 34983

Richard D. Potter, Sr.
857 S.W. South Macedo Blvd.
Port St. Lucie, Florida 34983

ARTICLE V – ADDITIONAL MEMBERS

Members shall have the right to admit additional members from time to time on such terms and conditions as the Members shall deem advisable and acceptable.

ARTICLE VI -SURVIVORSHIP

In the event any Member or Members shall die, resign, retire, be expelled, be adjudicated bankrupt, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members shall have the right to continue the business.

ARTICLE VI - REGISTERED AGENT

The street address of the initial registered agent of the Company is Rickey L. Farrell, Esquire, 1595 S.E. Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

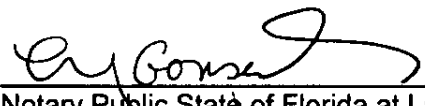

James J. Kierstead, Incorporator

**STATE OF FLORIDA
COUNTY OF ST. LUCIE**

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared James J. Kierstead, who has produced n/a as identification or who is personally known to me and who executed the foregoing Articles of Organization, and she acknowledged before me that she executed the Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 29 day of January, 2009.




Notary Public State of Florida at Large
Printed Signature: Tiffany N. Gonsalves
My Commission No:
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above named company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties. I am familiar with and accept the obligations of such position.



RICKEY L. FARRELL, ESQUIRE
Registered Agent


**STATE OF FLORIDA
COUNTY OF ST. LUCIE**

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Rickey L. Farrell, who has produced n/a as identification or who is personally known to me and who executed the foregoing Articles of Organization, and he acknowledged before me that he executed the Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 2nd day of February, 2009.

(S E A L)





Notary Public State of Florida at Large
Printed Signature:
My Commission No:
My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA