

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 224-1222

L98000000996

~~MEM Investments, L.C.~~

J5M INVESTMENTS, L.C.

RECEIVED
98 MAY 20 AM 8:55
DIVISION OF CORPORATION

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Signature _____

Requested by: _____

Name _____

Date _____

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Walk-In _____

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Art of Inc. File _____

LTD Partnership File 600002529706 --- 4

Foreign Corp. File 05/20/98 01005-008
****337.50 ****337.50

☒ L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

☒ Annual Report / Reinstatement _____

☒ Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -8 PM12:55

7/8/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 20, 1998

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: M&M INVESTMENTS, L.C.
Ref. Number: W98000011517

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -8 PM 12:55

We have received your document for M&M INVESTMENTS, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 498A00028255

**ARTICLES OF ORGANIZATION
OF
J5M INVESTMENTS, L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -8 PM 12:55

The undersigned subscriber to these Articles of Organization, being a person and entity competent to contract, hereby subscribe to the formation of a limited liability company under the laws of the State of Florida, pursuant to the provisions of Chapter 608, Florida Statutes.

ARTICLE I: NAME

The name of this Limited Liability Company is J5M Investments, L.C. (The "Company").

ARTICLE II: PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 400 St. Andrews Blvd., Melbourne, Florida 32940.

ARTICLE III: DURATION

The Company shall commence upon the execution of these Articles and shall exist and continue until such time as the Company is terminated in accordance with these Articles and The Operating and Control Agreement for the Company.

ARTICLE IV: MANAGEMENT

The Company is to be managed by a board of managers and the names and addresses of such managers are:

Miles D. Igo	400 St. Andrews Blvd. Melbourne, Florida 32940
Myra K. Haley	400 St. Andrews Blvd. Melbourne, Florida 32940
John D. Haley	400 St. Andrews Blvd. Melbourne, Florida 32940

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ARTICLE V: INITIAL REGISTERED AGENT

The initial street address in Florida of the initial registered office of the Company is 1900 S. Hickory Street, Melbourne, Florida 32901 and the name of the initial registered agent of the Company at that address is James H. Fallace. The Registered Agent is familiar with and accepts the duties and responsibilities as registered agent for said Limited Liability Company.

ARTICLE VI: ADMISSION OF ADDITIONAL MEMBERS

The right of the remaining Members to admit additional Members and the terms and conditions of the admissions shall be: additional Members may be admitted to this Company by a unanimous vote of the then existing Member(s).

ARTICLE VII: MEMBER(S) RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining Member(s), if any, of the Company 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 shall be: The remaining Member(s), if any, of this Limited Liability Company shall have the right to continue the business upon the withdrawal, adjudicated incompetency, expulsion, bankruptcy, dissolution, retirement, or resignation or the occurrence of any other event which terminates the continued membership of a Member upon the unanimous vote of the then remaining Member(s), if any.

ARTICLE VIII: AMENDMENT TO ARTICLES

The Member(s) shall have the power to adopt, amend, alter, change, or repeal these Articles of Organization when proposed and approved at a Members' meeting with not less than a unanimous vote of the Members.

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IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization this 6 day of July, 1998.

THE SUNTREE PARTNERS, a Florida general partnership, the sole member,

By: HMM, Inc., a Florida corporation


By: [Signature]
John D. Haley, President and as Manager of
J5M Investments, L.C.
Address:
400 St. Andrews Blvd.
Melbourne, FL 32940

STATE OF FLORIDA)
) ss:
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 6 day of July, 1998, by John D. Haley, President of HMM, Inc., a Florida corporation, as General Partner of THE SUNTREE PARTNERS, a Florida general partnership, and as Manager of J5M Investments, L.C., who, first being duly sworn and who is personally known to me or who has produced n/a identification, acknowledged to me that these Articles of Organization are signed on behalf of said limited liability company.

Kellie Shepard
Notary Public
Kellie Shepard
Printed Name of Notary Public

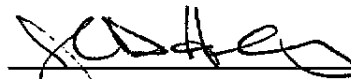
State of Florida at Large
My Commission Expires:
Commission/Serial No.:

 Kellie Shepard
My Commission CC691019
Expires October 29, 2001

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned John D. Haley, a Manager of J5M Investments, L.C. and as President of HMM, Inc., a Florida corporation and as General Partner of The Suntree Partners, a Florida general partnership, deposes and says:

- 1) the above named Limited Liability Company has only one member
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ - 0-
A description of the property is attached and made a part hereto. N/A
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ None
- 5) the total amount of 2, 3, and 4 is \$ 1,000.00

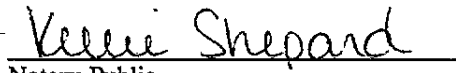
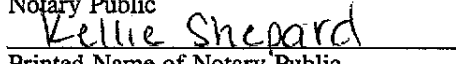


John D. Haley, its Manager and as President of HMM, Inc., a Florida corporation, as General Partner of The Suntree Partners, a Florida general partnership, the sole member

Signature of a member or authorized representative of a member.
(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA)
) ss:
COUNTY OF BREVARD)

The foregoing Affidavit of Membership and Contributions was acknowledged before me this 10 day of July, 1998, by John D. Haley, a Manager of J5M Investments, L.C. and as President of HMM, Inc., a Florida corporation, and as General Partner of The Suntree Partners, a Florida general partnership, the sole partner, and who, first being duly sworn, who is personally known to me or who has produced n/a identification, acknowledged to me that this Affidavit was signed on behalf of said limited liability company.


Notary Public

Printed Name of Notary Public
State of Florida at Large
My Commission Expires:
Commission/Serial No.:



Kellie Shepard
My Commission CC691015
Expires October 29, 2001

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -8 PM 12:55

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

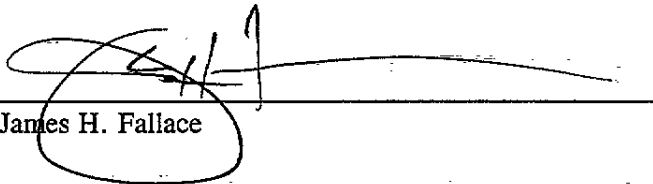
1. The name of the limited liability company is:

J5M INVESTMENTS, L.C.

2. The name and address of the registered agent and office is:

James H. Fallace
1900 So. Hickory Street
Melbourne, Florida 32901

Having been named as registered agent and to accept service of process for the above stated limited liability 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 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.


James H. Fallace

7/2/98
Date

Filing Fee: \$35.00 for Designation of Registered Agent