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Annual Report Fictitious Name Name Reservation Ordered By:	Limited Partnership Reinstatement Trademark X Other LLC	CORP SEARCH Name Name Naminer Nocument Saminer Naminer Noca'er Verifyer Nocknowledgement



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

October 9, 1998

UCC FILING & SEARCH SERVICES

SUBJECT: J&L PROPERTIES LLC Ref. Number: W98000023047

NEW NAME JAL PROPERTIES OF NORTHEAST Florida, LLC

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

The name you are requesting is unavailable, since it has been previously requested by another individual and the document was returned to the individual for corrections and has not yet been resubmitted.

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) 487-6967.

Michelle Hodges Document Specialist

Letter Number: 498A00050316

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ARTICLES OF ORGANIZATION

OF

J&L PROPERTIES of Northeast Florida, L.L.C.

The undersigned organizer, who is the authorized representative of the members of J&L PROPERTIES, L.L.C. (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is J&L PROPERTIES of Northeast Florida, L.L.C.

ARTICLE II - DURATION

The period of duration of the Company shall be until December 31, 2028, unless terminated earlier pursuant to the Company's Regulations.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of the Company is 2647 Cesery Boulevard, Jacksonville, Florida 32211.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is GREGORY S. SIMMS, 2647 Cesery Boulevard, Jacksonville, Florida 32211.

ARTICLE V - INITIAL MEMBERS

The initial members of the Company shall be:

GREGORY S. SIMMS CHRISTOPHER C. SIMMS SECRETARY OF STATE STORES OF CORPORATIONS

ARTICLE VI - ADDITIONAL MEMBERS

The members shall be entitled to admit additional members upon the consent of the Company's Board of Managers. Following the consent of the Board of Managers, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the Company.

ARTICLE VII - DISSOLUTION OF COMPANY

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall terminate the membership of that member in the Company; provided, however, that upon the occurrence of any such event or any other that terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members consent to continue the existence of the Company.

ARTICLE VIII - MANAGERS

The management of the Company shall be vested in a Board of Managers as set forth in the Company's Regulations. The Company shall initially have two (2) members of the Board of Managers. The number of members of the Board of Managers may be increased or decreased from time to time as stated in the Company's Regulations. The names and addresses of the initial members of the Board of Managers, who shall serve as the Board of Managers of the Company until their successors are elected and qualified, are set forth below:

Board of Managers

GREGORY S. SIMMS 2647 Cesery Boulevard Jacksonville, Florida 32211

CHRISTOPHER C. SIMMS 2647 Cesery Boulevard Jacksonville, Florida 32211

ARTICLE IX - RETURN OF CAPITAL

No member shall have the right to the return of its contribution to capital except as provided in the Company's Regulations.

ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended by majority vote of the voting members of the Board of Managers of the Company as provided in Chapter 608, Florida Statutes.

ARTICLE XI - REGULATIONS

Regulations of this Company shall be approved and adopted by majority vote of the members of the Company and may be amended by a majority vote of the voting members or the Board of Managers of the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization as of the _______ day of October, 1998.

REGORYS, SIMIN

DIVISION OF CURFORALISM

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for J&L Properties of Northeast Florida, L.L.C. at the place designated in the Articles of Organization, GREGORY S. SIMMS, hereby accepts the appointment as registered agent and agrees to act in this capacity. GREGORY S. SIMMS further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and GREGORY S. SIMMS is familiar with and accepts the obligations of his position as registered agent.

GREGORY S. SIMMS

DATE: October 7 th, 1998

SECRETARY UF STATE
DIVISION OF CORPORATIONS

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, the undersigned authority, on this day personally appeared GREGORY S. SIMMS, the authorized representative of the members of J&L PROPERTIES of Northeast Florida, L.L.C. (The Company"), who, being by me first duly sworn, deposes and says:

- 1. That the Company has at least two members.
- 2. That the amount of cash contributed by the members is \$1,000.00.
- 3. That the total amount of cash or property anticipated to be contributed by members is \$1,000.00. This total includes amounts from Item 2 above.
- 4. That there have been no contributions to the Company made by the members other than cash contributions.
- 5. That this affidavit is made in accordance with Section 608.407(2), Florida Statutes (1995).

GREGORY SIMMS
Authorized Representative

Sworn to and subscribed before me this 7^{μ} day of October, 1998, by GREGES. SIMMS, who is personally known to me and who did take an oath.

(Print Name ('oth, 6'. NOTARY PUBLIC()

State of

Commission #

My Commission

at Large

CATHY E. PARKER

My Comm Exp. 5/21/2002

No. CC 744500 Personalty Known [] Other I.D.