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CHARLES P. RANDALL  
ALSO ADMITTED CALIFORNIA  
AND FEDERAL TRIAL BARS

January 8, 1999

Florida Department of State  
Division of Corporation  
409 East Gaines Street  
Tallahassee, Florida 32301

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-01/11/99--01101--022  
\*\*\*\*295.00 \*\*\*\*295.00

Re: JUST-US, L.L.C.

Dear Sir/Madam:

Enclosed please find an original and a copy of the Articles of Organization relative to the above referenced transaction.

In addition, enclosed please find a check in the amount of \$295.00 which represents payment in full for the filing of the Articles.

Upon the filing of the same, please return to this office our copy in the enclosed, self-addressed, stamped envelope.

Thank you for your courtesy and cooperation with regard to this matter. Should you have any questions regarding the foregoing, please do not hesitate to contact me.

Very truly yours,

CHARLES P. RANDALL  
CPR/as  
Enclosures  
/incorp.ltr

Name	Availability
Document	Examiner
Updater	
Updater	Verifier
Acknowledgement	
W. P. Verifier	

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 25, 1999

CHARLES P. RANDALL  
ROYAL PALM TOWERS III, SUITE 5AB  
1600 SOUTH DIXIE HIGHWAY  
BOCA RATON, FL 33432

SUBJECT: JUST-US, L.L.C.  
Ref. Number: W99000001698

We have received your document for JUST-US, L.L.C. and your check(s) totaling \$295.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the address of the Managing Member.,

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: 599A00003119

**ARTICLES OF ORGANIZATION OF  
JUST-US, L.L.C.**

The undersigned, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

1. **Name.** The name of the limited liability company is **JUST-US, L.L.C.**
2. **Principal Place of Business.** The mailing address and the street address of the Company's principal place of business is c/o Barry Meltzer, 1600 So. Dixie Hwy., #5AB, Boca Raton, FL 33432.
3. **Duration.** The period of duration of the Company is thirty years from the date of filing hereof with the Florida Secretary of State, unless sooner dissolved as provided by statute.
4. **Management.** The business of the Company shall be conducted under the management of its members and the name and address of the managing member is **BERMUDA TRACE ASSOCIATES, INC., 1600 So. Dixie Hwy., #5AB, Boca Raton, FL 33432.**
5. **Registered Agent and Office.** The name and address of the Company's registered agent whose Consent to Appointment as Registered Agent accompanies these Articles, is **Barry Meltzer, 1600 So. Dixie Hwy., #5AB, Boca Raton, FL 33432.**
6. **Additional Liability of Members.** Other than that designated by the Affidavit of Membership and Contributions, no additional capital contributions of the members will be required.
7. **Admission of Additional Members.** Additional Members will be admitted only with the unanimous consent of all members entitled to participate in management and upon such terms as are unanimously agreed to by all members entitled to a dividend upon dissolution or liquidation.
8. **Continuity.** The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in this limited liability company.

DATED this 1 day of January, 1999.

  
Member  
Jan Fisher  
1600 So. Dixie Hwy., #5AB  
Boca Raton, Fl. 33432

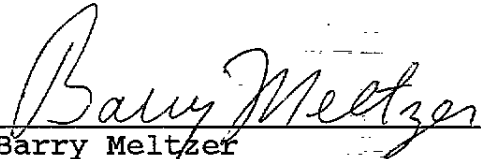
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**CERTIFICATE OF DESIGNATION  
AND ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above stated limited liability company, at the address designated herein pursuant to the provisions of Section 608.415, Florida Statutes, I hereby accept the appointment as registered agent and agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED this 15<sup>th</sup> day of January, 1999.

  
\_\_\_\_\_  
Barry Meltzer  
1600 So. Dixie Hwy., #5AB  
Boca Raton, FL 33432

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

State of Florida                   )  
County of Palm Beach           ) ss:

The undersigned member or authorized representative of a member of **JUST-US, L.L.C.**, deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$200,000.00.
3. If any, the agreed value of property other than cash contributed by the members is NONE.
4. The amount of cash or property anticipated to be contributed by the members is: \$200,000.00. This total includes amounts from 2 and 3 above.

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.

Jan Fisher  
Member

SWORN TO AND SUBSCRIBED before me, the undersigned authority, this 8 day of JANUARY, 1999, by JAN FISHER, who is personally known to me or who has produced DR LICENSE as identification, and who did take an oath.

Angelina Dominick  
Notary Public  
Printed Name:

My Commission Expires:

