KEE	CKEMCS	•

130885 7176664

COST LIMIT : \$ 285.00

ORDER DATE: February 10, 1999

ORDER TIME : 1:16 PM

ORDER NO. : 130885-005

CUSTOMER NO: 7176664

CUSTOMER: Mr. Gary Provenzano

MR. GARY PROVENZANO MR. GARY PROVENZANO

Suite 206

7100 West Camino Real Blvd.

Boca Raton, FL 33433

JCB CAPITAL GROUP, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_ CERTIFIED COPY

PLAIN STAMPĒD COPY

\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I. NAME

The name of the Limited Liability Company is:

JCB CAPITAL GROUP, LLC

#### ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 7100 West Camino Real Blvd., Boca Raton, Florida 33433.

### ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

### ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

# ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member: Gary Provenzano

7100 West Camino Real Blvd., Ste. 206 Boca Raton, Florida 33433

Scott Sheetz

Same

The undersigned authorized representative of a member of JCB CAPITAL GROUP, LLC hereby executes these articles of organization on this 10 Day of FEBRUARY 1999.

CORPORATION SERVICE COMPANY

BY! Its Agent, Karen B. Rozar as its agent as authorized representative of JCB CAPITAL GROUP, LLC

# ACCEPTANCE OF REGISTERED AGENT DESIGNATED

## IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

Dated: February 10, 1999

DIVISION OF CORPORATIONS

# AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of	Jez
Capital Group, LLC	deposes and says:
1) the above named limited liability company has at least two members	•-
2) the total amount of cash contributed by the member(s) is	s20,000
3) if any, the agreed value of property other than cash contributed by member(s) is A description of the property is attached and made a part hereto.	s \$
4) the amount of cash or property anticipated to be contributed by member(s) is	\$ 20,000
5) the total amount of 2, 3, and 4 is	s <u>40,000</u> .

Signature of a member or authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this efficient constitutes an affirmation under the penalues of penjury that the facts stated herein are true.)

99 FEB 24 PH 4: 17

# LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of JCB CAPITAL GROUP, LLC (the "LLC"), a Florida limited liability commany, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this gyll day of February , 1999.

WITNESS

YAKOV SYROYEZHKO

TYPED OR PRINTED NAME

WITNESS Junton

TYPED OR PRINTED NAME

SIGNATURE

Scott Sheetz

TYPED OR PRINTED NAME

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 FEB 21 PM 1: 1.7