

L99000001150

DEPARTMENT OF STATE  
ACCOUNT FILING COVER SHEET

Account Number FCA-000000017  
Reference: \_\_\_\_\_  
(Sub Account)  
Date: 3/1/99  
Requestor Name: Carlton Fields  
Address: Post Office Box 190  
Tallahassee, Florida 32302  
Telephone: (850) 224-1585  
Contact Name: Debra Naughton (x293)  
Corporation Name: J + M Capital Partners, LLC

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DIVISION OF CORPORATIONS  
99 MAR - 1 PM 3:17

500002790885--9

Entity Number (if applicable): \_\_\_\_\_

Authorization: Ailsa Ancheta

☒ Certified Copy (1-9) ☐ UCC'S ☐ Certificate of Status  
☒ New Filings ☐ Plain Stamped Copy ☐ Annual Report  
☐ Fictitious Name ☐ Amendments ☐ Registration

( ) Call When Ready ( X ) Call if Problem  
( X ) Walk In ( ) Will Wait  
( ) Mail Out

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TALLAHASSEE, FLORIDA

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Client: 38067 Matter: 47918

TAL#501656.01

L99-1150

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Under	<u>OK</u>
Verifier	<u>OK</u>
Acknowledgment	<u>OK</u>
W.P. Verifier	<u>OK</u>

**ARTICLES OF ORGANIZATION  
OF  
J & M CAPITAL PARTNERS, L.L.C.**

The undersigned, acting as organizer of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company ("Company"):

**ARTICLE I**

**Name**

The name of the Company is J & M Capital Partners, L.L.C.

**ARTICLE II**

**Duration**

The Company's existence shall begin on the effective date of filing of these Articles of Organization and shall be perpetual.

**ARTICLE III**

**Principal Office and Mailing Address**

The Company's principal office and mailing address is 1679 Brightwaters Boulevard, N.E., St. Petersburg, Florida 33704.

**ARTICLE IV**

**Initial Registered Agent and Office**

The street address of the Company's initial registered office is One Harbour Place, 777 S. Harbour Island Boulevard, Suite 500, Tampa, Florida 33602, and the name of its initial registered agent at that address is Carlton, Fields, Ward, Emmanuel, Smith & Cutler, P.A., c/o David P. Burke, Esq.

**ARTICLE V**

**Organizer**

The name and address of the member of the Company executing these Articles of Organization are:

<u>Name</u>	<u>Address</u>
Joseph E. Houlton	1679 Brightwaters Boulevard, N.E. St. Petersburg, Florida 33704

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**ARTICLE VI**  
**Management**

The management of the Company shall be reserved to its members. The name and address of the managing member is as follows:

<u>Name</u>	<u>Address</u>
Joseph E. Houlton	1679 Brightwaters Boulevard, N.E. St. Petersburg, Florida 33704

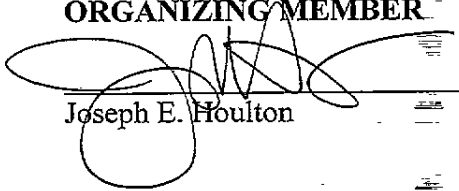
The managing member shall serve as such or until his successor is elected and qualified in accordance with the Regulations of the Company.

**ARTICLE VII**  
**Admission of Additional Members**

No additional members shall be admitted to the Company except on the express written consent of all members of the Company.

Dated this 24<sup>th</sup> day of February 1999.

**ORGANIZING MEMBER**

  
Joseph E. Houlton

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**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 26<sup>th</sup> day of February 1999.

REGISTERED AGENT:

CARLTON, FIELDS, WARD,  
EMMANUEL, SMITH & CUTLER, P.A.

By:   
David P. Burke, Authorized Agent

**AFFIDAVIT**

**STATE OF FLORIDA  
COUNTY OF PINELLAS**

**BEFORE ME**, the undersigned authority, personally appeared Joseph E. Houlton, who being by me first duly sworn, deposes and says:

1. I am Joseph E. Houlton, the managing member of J & M Capital Partners, L.L.C., a Florida limited liability company ("Company"), and I am duly authorized to execute this affidavit on behalf of the Company.

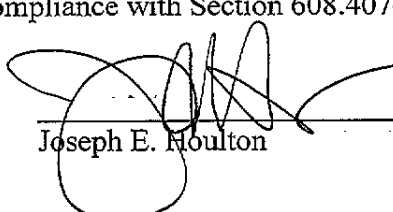
2. The Company has at least one (1) member.

3. The amount of cash and the description and agreed value of property contributed and anticipated to be contributed by the members is as follows:

Cash: \$150,000.00

Property other than cash: \$0

4. This affidavit is made in compliance with Section 608.407(2) of the Florida Statutes.

  
\_\_\_\_\_  
Joseph E. Houlton

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**STATE OF FLORIDA  
COUNTY OF PINELLAS**

Sworn to and subscribed before me this 23<sup>rd</sup> day of February, 1999, by Joseph E. Houlton. He [please check as applicable] / ☒ is personally known to me, or has produced / ☐ his (state) driver's license, or / ☐ his (type of identification) as identification.

  
\_\_\_\_\_  
(Signature)

Name: Joan A Henry  
(Legibly Printed)

Serial No. \_\_\_\_\_

Notary Public,

State of \_\_\_\_\_

(AFFIX OFFICIAL SEAL)



JOAN A HENRY  
My Commission CC557334  
Expires Jun. 30, 2000