

May-05-99 11:02am

From-BAKER&HOSTETLER LLP

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Florida Department of State

Division of Corporations

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From:

Account Name : BAKER & HOSTETLER LLP
Account Number : I19990000077
Phone : (407) 649-4043
Fax Number : (407) 841-0168

LIMITED LIABILITY COMPANY

JM Village Commons, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$337.50

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 4, 1999

BAKER & HOSTETLER LLP
200 S. ORANGE AVE., SUITE 2300
ORLANDO, FL 32801

SUBJECT: JM VILLAGE COMMONS, LLC
REF: W99000010433

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

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) 487-6025.

Cathy Mitchell
Corporate Specialist

FAX Aud. #: H99000010637
Letter Number: 099A00024135

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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Articles of Organization
of
JM VILLAGE COMMONS, LLC

ARTICLE I

Name and Duration

The name of this Limited Liability Company is JM Village Commons, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE II

Principal Office

The mailing address and street address of the principal office of the Company is 200 South Orange Avenue, Suite 2300, Orlando, Florida 32801, or such other place as the Members of the Company may determine from time to time.

ARTICLE III

Registered Office and Agent

The address of the registered office of the Company in the State of Florida is 200 S. Orange Avenue, Suite 2300, Orlando, Florida 32801. The name of the registered agent at such address is A.G.C. Co.

ARTICLE IV

Management

The management of the Company shall be reserved to the members. Mary Ellen Leahy Bennett, MGRM, shall serve as the initial managing member until the first annual meeting of the Members. The address of the initial managing member is 200 S. Orange Avenue, Suite 2300, Orlando, Florida 32801. The Members shall elect, by a majority in interest of the Members, additional managing members of the Company to conduct the business affairs of the Company, all in accordance with the Regulations.

Baker & Hostetler LLP
200 S. Orange Ave., Suite 2300
Orlando, FL 32801
407/649-4000

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ARTICLE V

Admission of Additional Members

Additional members may be admitted from time to time only upon the consent of a majority in interest of the Members, and the majority in interest of the members shall determine the amount and nature of contributions by additional members at the time the additional members are admitted.

ARTICLE VI

Continuation of Business

The remaining members of the Company shall have the right 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 Company.

DATED as of the 3rd day of May, 1999.

MEL
Mary Ellen Leahey Bennett
Managing Member

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STATE OF New Jersey)
) SS.
COUNTY OF Monmouth)

The foregoing instrument was acknowledged before me this 3rd day of May, 1999, by Mary Ellen Leahey Bennett, as Managing Member of the Company. She is personally known to me ~~or~~ has produced _____ as identification.

(NOTARY SEAL)

Lara Dey
(Notary Signature)
Lara Dey
(Notary Name Printed)
NOTARY PUBLIC

Commission No. _____ LARA DEY
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 6/12/2003

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

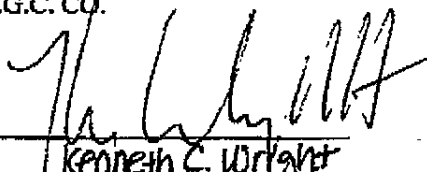
Pursuant to the provisions of Florida Statute Section 608.415, JM Village Commons, LLC submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is JM Village Commons, LLC.
2. The name and address of the registered agent and office is: 200 S. Orange Avenue, Suite 2300, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its duly elected officer, 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 its duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated: May 4TH, 1999

A.G.C. CO.


Kenneth C. Wright
Vice President

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of JM Village Commons, LLC, deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the members is \$100.00.
3. No property of value, real or personal, other than cash, will be contributed by the members.
4. The total amount of additional cash or property anticipated to be contributed by the members is \$1,000.00.
5. The total amount of 2, 3 and 4 is \$1,100.00.

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

Dated: May 3, 1999.

MEL
Mary Ellen Leahey Bennett
Managing Member

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