



**THE UNITED STATES
CORPORATION
COMPANY**

L99000003183

ACCOUNT NO. : 072100000032

REFERENCE : 261630 7115279

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JUN -3 AM 11:20

ORDER DATE : June 3, 1999

ORDER TIME : 10:11 AM

ORDER NO. : 261630-005

CUSTOMER NO: 7115279

CUSTOMER: Robert Browning Jr., Esq
ROBERT W. BROWNING, JR., P.A.
ROBERT W. BROWNING, JR., P.A.
Suite 888
1800 Second Street
Sarasota, FL 34236

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DOMESTIC FILING

NAME: J & H DEVELOPMENT I, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
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RECEIVED
99 JUN -3 AM 10 40
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

hjk 6/3/99

ARTICLES OF ORGANIZATION
OF
J & H DEVELOPMENT I, LLC

The undersigned hereby submit these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

1. The name of the limited liability company is **J & H Development I, LLC**.
2. The mailing address and street address of the principal office of the company shall be 435 L'Ambiance Drive, Longboat Key, FL 34228.
3. The name and address of each organizer executing these Articles of Organization are

John F. Imperatore, Jr.
1820 Meadowood
Sarasota, FL 34231

4. The name and address of the initial registered office of the limited liability company in the State of Florida is Robert W. Browning, Jr., 1800 2nd St., Suite 880, Sarasota, FL 34236.

5. These articles will become effective upon filing with the Florida Department of State.
6. The duration of the limited liability company shall be perpetual until dissolved in accordance with the laws of the State of Florida.
7. The limited liability company is to be managed by managers and the names and addresses of the managers who are to serve until the first annual meeting are as follows:

Gayle L. Hannett
435 L'Ambiance Drive
Longboat Key, FL 34228

John L. Hannett
435 L'Ambiance Drive
Longboat Key, FL 34228

John F. Imperatore
1525 Pelican Point Dr.
Sarasota, FL 34231

John F. Imperatore, Jr.
1820 Meadowood
Sarasota, FL 34231

8. Except as provided in Florida statutes, the members of this limited liability company shall not be managers by virtue of their status as members.

9. The members shall have the right to transfer all or a portion of their interest to a third party who is a parent, spouse, descendant, or descendant of the spouse of an existing member. No other party shall become a member without the unanimous written consent of the managers.

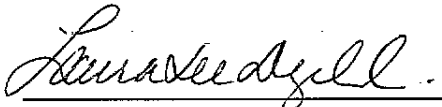
10. No person who is serving or who has served as a manager of the limited liability company shall be personally liable to the limited liability company or any of its members for monetary damages for breach of duty as a manager, except for liability with respect to (i) acts or omissions that the manager at the time of such breach knew were clearly in conflict with the interests of the limited liability company, (ii) any transaction from which the manager derived an improper personal benefit, or (iii) acts or omissions with respect to which the Florida Limited Liability Company Act does not permit the limitation of liability. As used herein, the term "improper personal benefit" does not include a manager's reasonable compensation or other reasonable incidental benefit for or on account of his service as a manager, employee, independent contractor, attorney or consultant of the limited liability company. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

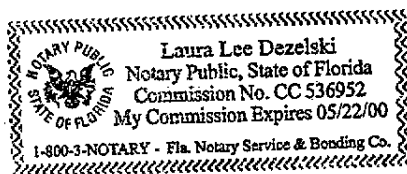
Executed this 2nd day of June, 1999.


John F. Imperatore, Jr.

STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to and subscribed before me this 2nd day of June, 1999, by John F. Imperatore, Jr., who personally appeared before me and is personally known to me.


Notary Public, State of Florida



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of J & M Development I, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization and 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 his or her duties and is familiar with and accepts the obligations of the position of registered agent.


Robert W. Browning, Jr.

FILED
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99 JUN 23 AM 11:20

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

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The undersigned member of J & H DEVELOPMENT I, LLC, deposes and states:

1. The above named limited liability company has four members.
2. The total amount of cash contributed by the members is \$ 1000.00.
3. The value of property other than cash contributed by the members is \$ 0.00.
4. The total amount of cash or property anticipated to be contributed by the members is \$ 1000.00, which includes the amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NOT.

Signed this 2nd day of June, 1999.

By: _____

John F. Imperatore, Jr.

STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to and subscribed before me this 2nd day of June, 1999, by John F. Imperatore, Jr., who personally appeared before me and is personally known to me.

Laura Lee Dczelski

Notary Public, State of Florida

