



THE UNITED STATES
CORPORATION
COMPANY

L99000004230

ACCOUNT NO. : 072100000032

REFERENCE : 305307 4346980

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 337.50

ORDER DATE : July 13, 1999

ORDER TIME : 1:08 PM

ORDER NO. : 305307-005

600002930316--5

CUSTOMER NO: 4346980

CUSTOMER: Ms. Felicia M. Twardoch
KALISH & WARD
KALISH & WARD
101 East Kennedy Boulevard
4100 Barnett Plaza
Tampa, FL 33602

DOMESTIC FILING

NAME: JLC REALTY GROUP, 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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

JLC REALTY GROUP, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Company shall be:

JLC REALTY GROUP, LLC

**ARTICLE II
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE III
PURPOSES**

The Company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

**ARTICLE IV
GENERAL POWERS**

The Company shall have the power to undertake any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

**ARTICLE V
ADDRESS AND PLACE OF BUSINESS**

The mailing and street address for the Company is 10200 N. Armenia Avenue, Suite 501, Tampa, Florida 33612.

**ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is 10200 N. Armenia Avenue, Suite 501, Tampa, Florida 33612, and the name of its initial registered agent is Joe

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ARTICLES OF ORGANIZATION OF
JLC REALTY GROUP, LLC
PAGE 2

Romano. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE VII
MANAGEMENT**

All powers of the Company shall be exercised by or under the authority of the members and, except as otherwise provided in the regulations and operating agreement of the Company, if any ("Regulations"), the business and affairs of the Company shall be managed by or under the direction of the members (the "members"). The members may appoint one or more managing members and grant them such authority as specifically provided by statute or by the Regulations. The name and current address of the initial managing member is set forth below, and such person shall act in such capacity until otherwise determined by the members in accordance with the Company's Regulations:

Joe Romano
10200 N. Armenia Avenue
Suite 501
Tampa, Florida 33612

**ARTICLE VIII
MEMBERS RIGHTS TO CONTINUE BUSINESS**

Upon 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, the business of the Company shall not cease and the Company shall not be dissolved except by the unanimous consent of the remaining members or as otherwise provided in the Company's Regulations.

**ARTICLE IX
RESTRICTIONS ON MEMBERSHIP**

Except as otherwise provided in the Regulations, no new members shall be admitted to the Company without the unanimous prior consent of the existing members. Contributions required of a new member shall be determined by the members as of the time of the admission of the new member to the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members or as otherwise provided for in the Company's Regulations. Additional restrictions and conditions on membership may be set forth in Regulations adopted by the members.

**ARTICLE X
REGULATIONS**

The members of the Company may adopt an operating agreement and regulations of the Company (previously defined as the Regulations) pertaining to the regulation, management and

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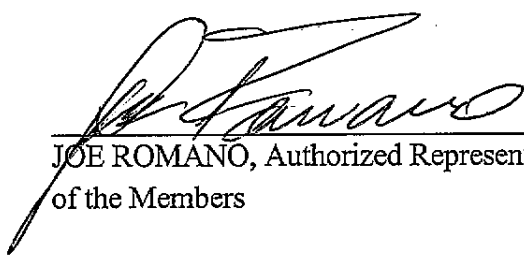
ARTICLES OF ORGANIZATION OF
JLC REALTY GROUP, LLC
PAGE 3

affairs of the limited liability company, provided that such Regulations shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Regulations may be repealed or altered only by the members of the Company, in the manner now or hereafter prescribed in the Regulations of the Company consistent with the laws of the State of Florida.

ARTICLE XI
ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of JLC REALTY GROUP, LLC. These Articles of Organization may be amended from time to time by consent of the members holding a majority-in-interest of the Company, in the manner now or hereafter prescribed in the Company's Regulations consistent with the laws of the State of Florida.

IN WITNESS THEREOF, the undersigned have executed these Articles of Organization
this 29 day of JUNE, 1999.


JOE ROMANO, Authorized Representative
of the Members

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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of JLC REALTY GROUP, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 26 day of June, 1999.



JOE ROMANO

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AFFIDAVIT

**STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)**

BEFORE ME, the undersigned authority, this day personally appeared **JOE ROMANO** ("Affiant") who, after first being duly sworn, deposes and says the following:

1. Affiant is the duly authorized representative for JLC REALTY GROUP, LLC.
2. JLC REALTY GROUP, LLC has at least one member.
3. The amount of cash and a description and agreed value of the property other than cash contributed by the members and the amount anticipated to be contributed by members is as set forth below:

INITIAL CAPITAL CONTRIBUTION

The total amount of cash and the description and agreed value of property other than cash initially contributed to the limited liability company is as follows:

| <u>Type of Property</u> | <u>Total Agreed Value</u> |
|-------------------------|---------------------------|
| Cash | \$10.00 |

ADDITIONAL CONTRIBUTIONS

No additional contributions of property to the limited liability company are contemplated or agreed to at this time. Additional contributions, if any, will be made by the members as provided in the Regulations adopted by the members.

4. Affiant has examined this certification and to the best of Affiant's knowledge and belief it is true, correct and complete.



JOE ROMANO

"Affiant"

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[NOTARIAL SEAL]

Felicia M. Iwardoch
 NOTARY PUBLIC
 Print Name: Felicia M. Iwardoch
 Commission No. CC 632746
 My Commission Expires: 3/25/01



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