

L 99000006314

LAW OFFICES OF CHRISTOPHER A. ROCHE
SAND DOLLAR PLAZA
229 NORTH COLLIER BOULEVARD
MARCO ISLAND, FLORIDA 34145

Christopher A. Roche
Attorney at Law

Telephone (941) 389-0700
Facsimile (941) 389-0800

September 28, 1999

Via Federal Express

Florida Department of State
Limited Liability Company
409 E. Gaines Street
Tallahassee, FL 32399
Phone # (904) 487-6051

8000003000638--3
-09/29/99--01068--011
*****337.50 *****337.50

Re: Filing Articles of
Organization for J. & W. of
Marco, L.L.C., a Florida
Limited Liability Company

99-6314

Gentlemen:

Enclosed please find the Articles of Organization for the above referenced Limited Liability Company, Affidavit of Membership and Contributions, Acceptance of Registered Agent, together with a check in the amount of \$337.50 made payable to your order to cover filing of the Articles of Organization, Acceptance of Registered Agent, and a certified copy of the Articles of Organization. Request is made that a certified copy of the articles be returned to this office.

Thank you for your time and efforts in this matter.

Sincerely,

Christopher A. Roche

Enclosures

CAR/mmg

f:\data\wpdoc\clientsf\99f004\llcltr104

FILED
99 SEP 29 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

WR
10/4

ARTICLES OF ORGANIZATION
OF
J & W OF MARCO, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be J & W of Marco, L.L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 5055 Timber Edge Drive, Richfield, OH 44286

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Christopher A. Roche, Esquire, Sand Dollar Plaza, 229 North Collier Blvd., Marco Island, FL 34145.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

FILED
99 SEP 29 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

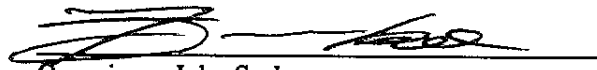
ARTICLE IX -- MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is John Sroka, 5055 Timber Edge Drive, Richfield, OH 44286

The names and address of the members of the company are

NAME	ADDRESS
John Sroka	5055 Timber Edge Drive Richfield, OH 44286
Wieslawa Sroka	5055 Timber Edge Drive Richfield, OH 44286

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Richfield, Ohio, on this 27th day of September, 1999.


Organizer - John Sroka


Organizer - Wieslawa Sroka

FILED
99 SEP 29 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

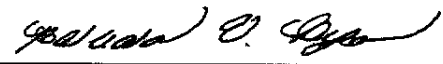
STATE OF OHIO
COUNTY OF LORAIN


Applicant - John Sroka

Affirmed and subscribed before me this 27 day of September, 1999, by John Sroka.

Personally Known or Produced Identification ✓
Type of Identification Produced OH DL # RP963170

(SEAL)


Notary Public - State of Ohio

BARBARA E. RYBA, Notary Public
Print, Type, State of Ohio, Lorain County
My Commission Expires April 5, 2004
Commissioned Name of Notary Public


STATE OF OHIO
COUNTY OF LORAIN


Applicant - Wieslawa Sroka

Affirmed and subscribed before me this 27 day of September, 1999, by Wieslawa Sroka.

Personally Known or Produced Identification ✓
Type of Identification Produced OH DL # RT587318

(SEAL)


Notary Public - State of Ohio

Print, Type, or Stamp
Commissioned Name of Notary Public

BARBARA E. RYBA, Notary Public
State of Ohio, Lorain County
My Commission Expires April 5, 2004

f:\data\wpdoc\clients\99f004\16-30

FILED
99 SEP 29 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA


AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of J & W OF MARCO, L.L.C., a Florida Limited Liability Company, deposes and says:

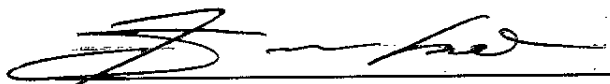
1. The above named limited liability company has two members.
2. The total amount of cash contributed by the member(s) is \$2,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$0.00. A description of the property is attached and made a part hereto.
4. The total amount of cash or property anticipated to be contributed by members(s) is \$2,000.00. This total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER

Dated: 27 day of September, 1999.


John Sroka-Managing Member

STATE OF OHIO
COUNTY OF LORAIN

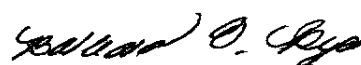

Applicant - John Sroka

Affirmed and subscribed before me this 27 day of September, 1999, by John Sroka.

Personally Known or Produced Identification

Type of Identification Produced OHIO DL

(SEAL)


Notary Public - State of Ohio

Print, Type or Stamp
Commissioned Name of Notary
Public

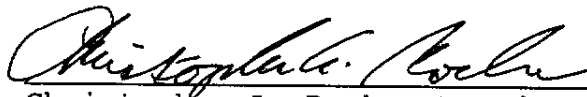
BARBARA E. RYBA, Notary Public
State of Ohio, Lorain County
My Commission Expires April 5, 2004

f:\data\wpdoc\clientsf\99f004\16-31

FILED
99 SEP 29 PM 3:31
TALAHASSEE
SECRETARY OF STATE
FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of J & W of Marco, L.L.C., a Florida Limited Liability Company, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated 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 accept the obligations of the position of registered agent.


Christopher A. Roche, Esquire
Registered Agent

f:\data\wpdoc\clientsf\99f004\16-32

FILED
99 SEP 29 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA