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*BOARD CERTIFIED
TAX ATTORNEY

December 6, 1999

PLEASE REPLY TO:

POST OFFICE BOX 3829
ORLANDO, FL 32802-3829

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

800003064539--5
-12/08/99-01059-004
****125.00 ****125.00

Re: Articles of Organization

Dear Sir/Madam:

Enclosed for filing with your Department are an original and one photocopy of the Articles of Organization for the following entities:

1. JMC - Booker, L.L.C.;
2. JMC - Cypress Lakes, L.L.C.; and
3. JMC - Real Estate, L.L.C.

Also enclosed are three (3) separate checks in the amount of \$125.00 made payable to the Division of Corporations to cover the cost of filing fees for these entities. Once filed, please return the photocopies for our records.

If you have any questions on the enclosed, please do not hesitate to contact me immediately.

Sincerely Yours,


Nancy J. Cathoun
Assistant to Stephen G. Salley

/njc
Enclosures

FILED
99 DEC -8 PM 3:33
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

JMC - BOOKER, L.L.C.,
a Florida limited liability company

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

ARTICLE ONE - NAME

The name of the limited liability company shall be JMC - BOOKER, L.L.C. (the "Company").

ARTICLE TWO - COMMENCEMENT OF EXISTENCE

This Company shall commence existence on the date these Articles of Organization are accepted and filed with the Florida Department of State and shall have perpetual existence, unless terminated earlier in accordance with the Operating Agreement of the Company. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the remaining Members may continue the business of the Company upon written consent of the remaining members.

ARTICLE THREE - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office, mailing address, and street address of the Company shall be 3225 S. MacDill Avenue, Suite #129, Tampa, Florida 33629.

ARTICLE FOUR - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Company shall be located at 390 North Orange Avenue, Suite 2500, Orlando, Florida 32801, and the initial registered agent of the Company at that address shall be STEPHEN G. SALLEY. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment to these Articles of Organization.

This document was prepared by:
Russell P. Hintze, Esq.
Florida Bar No. 0716839
Post Office Box 3829
Orlando, Florida 32802-3829
Telephone (407) 426-2360

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99 DEC -8 PM 3:33
TALLAHASSEE, FLORIDA

ARTICLE FIVE - PURPOSES AND GENERAL POWERS

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE SIX - ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit additional Members only upon the unanimous approval of then existing Members.

ARTICLE SEVEN - MANAGEMENT

The management of the Company is reserved to its Members. The names and addresses of the Managing Members are as follows:

JOY MCCANN CULVERHOUSE
Monte Carlo Tower, Apartment 2401
3301 Bayshore Boulevard
Tampa, Florida 33629

ARTICLE EIGHT - AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation, which amendment or repeal shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE NINE - ADOPTION OF OPERATING AGREEMENT

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608 of the Florida Statutes.

ARTICLE TEN - HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

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DEC - 8 PM 3:33
TAMPA, FLORIDA

IN WITNESS WHEREOF, the undersigned Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets its hand and seal this 17th day of November, 1999.


JOY MCCANN CULVERHOUSE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT CERTIFICATE OF ACCEPTANCE

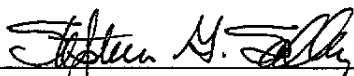
In compliance with Section 608.407(1)(d), Florida Statutes, the following is submitted:

JMC - BOOKER, L.L.C. (the "Company") desiring to organize as a domestic limited liability company or qualify under the laws of the State of Florida has named and designated STEPHEN G. SALLEY as its Registered Agent to accept service of process within the State of Florida with its registered office located at 390 North Orange Avenue, Suite 2500, Orlando, Florida 32801.

ACCEPTANCE

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of that position as set forth in Chapter 608, Florida Statutes, as the same may apply to the Company.

Dated this 17th day of November, 1999.


STEPHEN G. SALLEY, Registered Agent

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA