602888

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

James G. Vandenberghe DDS, PA

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	Art of Inc. File
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	Fictitious Name File
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	Dissolution / Withdrawal
	Annual Report / Reinstatement
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	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
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G. COULLIETTE FEB 22 2001

Signature

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2001

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: JAMES G. VANDENBERGHE D.D.S., P.A.
Ref. Number: 602888

We have received your document for JAMES G. VANDENBERGHE D.D.S., P.A. and check(s) totaling $43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

We need to have the manner of adoption and the date included as most of this amendment filing.

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) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 701A00000492

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
JAMES G. VANDENBERGHE D.D.S., P.A.

Personate to the action of the Director at the Annual Meeting of Director held on December 22, 2000, the undersigned president of JAMES G. VANDENBERGHE D.D.S., P.A., a natural person competent to contract, hereby presents these Articles of Amendment to the JAMES G. VANDENBERGHE D.D.S., P.A., U.S. tax identification number 59-1355489, for the purpose of changing the name and the nature of business of said corporation, so that the corporation previously formed under the applicable laws of the State of Florida shall now operate under the following Articles of Amendment.

ARTICLE I. NAME

The name and principal place of business of the corporation shall be:

J & J Enterprises International, Inc.
11002 Nest Court, Odessa, Florida 33556

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The corporation shall be authorized to issue one thousand (1,000) shares of common stock at one dollar ($1.00) par value.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the registered office of the corporation shall be 11002 Nest Court, Odessa, Florida, 33556, and the name of the registered agent of the corporation at the address is James G. Vandenberghe.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS AND OFFICERS

This corporation shall have two directors. The names and street addresses of the directors are:

James G. Vandenberghe Director	11002 Nest Court Odessa, Florida 33556
Julia C. Vandenberghe Director	11002 Nest Court Odessa, Florida 33556

The names and addresses of the officers of the corporation who shall hold office until their successors are elected or appointed are:

James G. Vandenberghe President/Treasurer	11002 Nest Court Odessa, Florida 33556
Julia C. Vandenberghe Vice President/Secretary	11002 Nest Court Odessa, Florida 33556

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is James G. Vandenberghe, 11002 Nest Court, Odessa, Florida 33556.

ARTICLE VIII. SPECIAL CHARTER PROVISIONS

(a) In furtherance of and not in limitation of the powers conferred by statute, the board of directors is expressly authorized, provided the by-laws so provide, to designate by resolution a majority of their number to constitute an executive committee which committee, to the extent provided in the resolution or in the by-laws of the corporation, shall have and may exercise any or all of the powers of the board of directors in the management of the business, affairs and property of the corporation during the intervals between the meetings of the board of directors so far as may be permitted by law.

(b) No contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer or officers, director or directors, of the corporation is a party to or are parties to or interested in such contract or act or transaction, or in any way connected with such person or persons, firm or corporation, and each and every person who may become a director or an officer of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any wise interested.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this 29 day of January, 2001.

JAMES G. VANDENBERGHE,
President

State of Florida
County of Pasco

BEFORE ME, the undersigned authority, in and for said county and state on this 29th day of January, 2001, personally appeared James G. Vandenberghe, to me known to be the same and identical person who executed the foregoing instrument and he acknowledged before me that he executed the same as his free and voluntary act for the use and purposes therein stated.

Witness my hand and official seal at 5628 Main Street, New Port Richey, Florida, this 29th day of January, 2001.

Notary Public
My Commission Expires:

ROBERT N. ALTMAN
MY COMMISSION # CC 789634
EXPIRES: December 9, 2002
Bonded Thru Notary Public Underwriters

JAMES G. VANDENBERGHE, D.D.S., P.A.

MINUTES OF ANNUAL MEETING OF DIRECTOR

The annual meeting of the sole Director of James G. Vandenberghe, D.D.S., P.A., was held on the 22nd day of December 2000, at 2:00pm by telephone conference at the office of the Corporation. James G. Vandenberghe, D.D.S., P.A., the Sole Director, was present

The Secretary presented a written waiver of notice and consent to the holding of the meeting signed by the sole Director which notice is filed with the minutes of the meeting.

The President noted that the first order of business was the election of the officers for the ensuing year. The following nominations were made by the sole Director:

For President and Treasurer	James G. Vandenberghe
For V.P and Secretary	Julia C. Vandenberghe

There being no further nominations, the foregoing persons were elected to the offices set forth opposite their respective names.

The President presented a general financial report and recommended a review of personnel changes during the year and salaries of current corporate personnel. After consideration and upon motion duly made by the sole Director, it was

> RESOLVED: That the recommendations of the President be accepted and the actions of the President be confirmed.

The President reported on the proposed change in direction of the corporation to participate in the business of starting independent businesses and in the distribution of goods and services. It was the recommendation of the President that the name of the corporation be changed and the business purpose of the corporation be changed to allow the proposed changes to the business purposes of the corporation. Upon motion duly made by the sole Director, it was

> RESOLVED: That the name and business purpose of the Corporation shall be amended to reflect the new direction of the Corporation, and the President of the Corporation is directed to take the necessary steps to effectuate the change.

There being no further business to come before the Board, the meeting was adjourned.

James G. Vandenberghe, D.D.S.,
Secretary

APPROVED

James G. Vandenberghe, D.D.S.,
Director