

CAPITAL CONNECTION, INC.

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

602888

~~James G. Vandenberghe DBS PA~~

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*****35.00 *****35.00

Art of Inc. File _____
LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
✓ Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
✓ Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

FILED
01 MAY 14 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAY 14 PM 2:15
DIVISION OF REGISTRATION

G. COULLIETTE MAY 16 2001

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 14, 2001

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: J & J ENTERPRISES INTERNATIONAL, INC.
Ref. Number: 602888

RECEIVED
01 MAY 16 AM 10:55
DIVISION OF CORPORATION

We have received your document for J & J ENTERPRISES INTERNATIONAL, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Your corporate name is unavailable. Chapter 607.0401(4), Florida Statutes states corporate names "must be distinguishable from the names of all other entities or filings organized or registered under the laws of this state, which names are on file with the Division."

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: 001A00029248

Corrected

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

RECEIVED
01 MAY 16 AM 10:55
DIVISION OF CORPORATION

FILED
01 MAY 14 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
J & J Enterprises International, Inc.

Persuant to the action of the Director at the Special Meeting of Director held on May 1, 2001, the undersigned president of J & J Enterprises International, Inc., a natural person competent to contract, hereby presents these Articles of Amendment to J & J Enterprises International, Inc., U.S. tax identification number 59-1355489, for the purpose of changing 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

The sole purpose of this corporation is the operation of IBO#1899766.

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.

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
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Julia C. Vandenberghe Director	11002 Nest Court Odessa, Florida 33556
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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
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Julia C. Vandenberghe Vice President/Secretary	11002 Nest Court Odessa, Florida 33556
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ARTICLE VII. INCORPORATORS

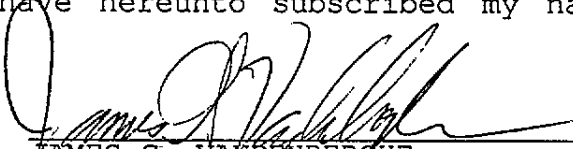
The name and address of the incorporator of these Articles of Incorporation is James G. Vandenberghe, 11002 Nest Court, Odessa, Florida 33556.

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.

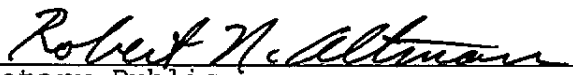
IN WITNESS WHEREOF, I have hereunto subscribed my name on this 9 day of May, 2001.


JAMES G. VANDENBERGHE,
President

State of Florida
County of Pasco

BEFORE ME, the undersigned authority, in and for said county and state on this 9th day of May, 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 9th day of May, 2001.


Notary Public
My Commission Expires:

