

Kathleen Reynolds, Esq.

305 MAIN STREET
DESTIN, FL 32541
(850) 837-3340
X (850) 837-3317

VIA UPS OVERNIGHT MAIL

Re: Articles of Incorporation for J & L Enterprises of Okaloosa County, Inc.

Enclosed please find the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for J & L Enterprises of Okaloosa County, Inc., together with a check made payable to the Secretary of State in the amount of \$70.00 representing the filing fee. Please walk this application through the Secretary of State's office, then fax the letter evidencing filing to me at (850) 837-3502. Additionally, please mail your bill for services rendered along with the hard copy of the letter evidencing filing.

Sincerely,

Byrds

KATHLEEN REYNOLDS

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Enclosures 2
DEPARTMENT OF CORRELATIONS
DIVISION OF CORRELATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

T. SMITH MAR 10 2000

ARTICLES OF INCORPORATION
OF
J & L ENTERPRISES OF OKALOOSA COUNTY, INC.

ARTICLE I - NAME

The name of this corporation is J & L Enterprises of Okaloosa County, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence commencing on the date of filing.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

14 Ranger Street
Ft. Walton Beach, FL 32547

The mailing address of this corporation shall be:

Post Office Box 2108
Ft. Walton Beach, FL 32549

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares of One Dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is:

Juana del Daleccio

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - INCORPORATORS

The name and address of the person signing these articles is: Juana del Daleccio, Post Office Box 2108, Ft. Walton Beach, Florida 32549.

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE VIII - ACTION WITHOUT A MEETING

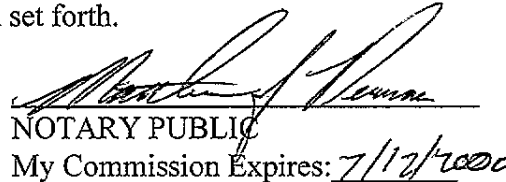
The directors of this corporation may take action by written consent, as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles Of Incorporation this 7th day of ^{March}~~February~~, 2000.


JUANA DEL DALECCIO, INCORPORATOR

STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 7th day of ^{March}~~February~~, 2000 by Juana del Daleccio, who is personally known to me or who has produced _____ as identification and acknowledged and declared that she executed the same for the uses and purposes therein set forth.


NOTARY PUBLIC
My Commission Expires: 7/12/2000



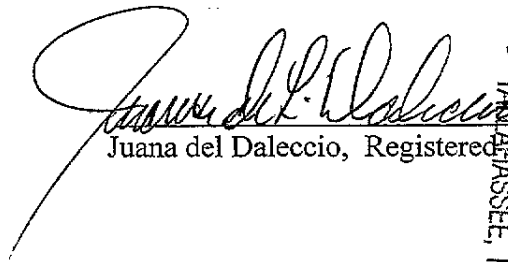
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement designating the registered agent/registered office in the State of Florida.

1. The name of the corporation is: J & L Enterprises of Okaloosa County, Inc.
2. The name and address of the registered agent is Juana del Daleccio, Post Office Box 2108, Ft. Walton Beach, Florida 32549. The address of the principal office is 14 Ranger Street, Ft. Walton Beach, Florida 32547.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position.

DATED this 24 day of ^{March}~~February~~, 2000.


Juana del Daleccio, Registered Agent

SECRETARY OF STATE
- TALLAHASSEE, FLORIDA

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APPROVED
AND
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