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te 61410 FedEx Tracking Number 823187367017

nder's name Michael Kessel Phone 561 620-9202

Company IT GROUP

Address 7000 W PALMETTO PARK RD #501 Dept./Floor/Suite/Room

y BOCA RATON State FL ZIP 33433

ur Internal Billing Reference

200004341862--1  
-06/05/01--01054--012  
\*\*\*\*315.00 \*\*\*\*\*78.75

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. \_\_\_\_\_ (Corporation Name) (Document #)
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 JUN 15 PM 5:45

FILED

- Walk in
- Mail out
- Pick up time
- Will wait
- Certified Copy
- Photocopy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

12/11/32/16

D. WHITE JUN 11 2001

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 11, 2001

MICHAEL KARSCH  
7000 W PALMETTO PARK RD, STE 501  
BOCA RATON, FL 33433

SUBJECT: JORDAN HOLDINGS, INC.  
Ref. Number: W01000013216

We have received your document for JORDAN HOLDINGS, INC. and your check(s) totaling \$315.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of 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) 487-6933.

Dale White  
Document Specialist  
New Filings Section

Letter Number: 201A00035639

**ARTICLES OF INCORPORATION  
OF  
JORDAN SCOTT HOLDINGS, INC.**

**FILED**

01 JUN 15 PM 5:45

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge, and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name and initial address of this Corporation shall be: Jordan Scott Holdings, Inc. 7000 W. Palmetto Park Road, Suite 501, Boca Raton, FL 33433, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

**ARTICLE II**

This Corporation may engage in any activity or business permitted under the laws of the State of Florida.

**ARTICLE III**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 110,000,000 shares, consisting of 100,000,000 shares of common stock, par value \$.001 per share, and 10,000,000 shares of preferred stock, par value \$.001 per share. Series of the preferred stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional, or other rights, including voting rights, qualifications, limitations, or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of preferred stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

**ARTICLE IV**

This Corporation shall have perpetual existence.

**ARTICLE V**

The registered office of this Corporation is 7000 W. Palmetto Park Road, Suite 501, Boca Raton, FL 33433. The registered office agent at that address is Michael Karsch.

**ARTICLE VI**

The corporate powers should be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, a board of directors. The number of directors of the corporation shall be fixed by the laws, or if the bylaws fail to fix such a number, then by resolution adopted from time to time by the board of directors.

**ARTICLE VII**

The name and address of the Incorporator is: Michael D. Karsch 7000 W. Palmetto Park Road, Suite 501, Boca Raton, FL 33433.

**ARTICLE VIII**

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.


**ARTICLE IX**

The private property of the shareholders shall not be subject to payment of the corporate debts to any extent.

**ARTICLE X**

This Corporation may identify and insure its officers and directors to the fullest extent permitted by law.

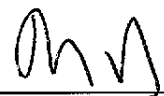
IN WITNESS WHEREOF, I, the undersigned, being the incorporation hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated and true, and hereunto set my hand and seal on June 12, 2001.

By:   
Michael D. Karsch, Incorporator

\*\*\*\*\*

Having been named the statutory agent of the above Corporation at the place designated in this Certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated: June 12, 2001

  
Michael D. Karsch  
Registered Agent