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OSSINSKY AND KROL
ATTORNEYS AND COUNSELLORS AT LAW
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101 CORSAIR DRIVE
SUITE 200
DAYTONA BEACH, FLORIDA 32114-3850

LOUIS OSSINSKY, SR. (1902-1971)
JOSEPH D. KROL
LOUIS OSSINSKY, JR.

TELEPHONE
1804) 288-3781
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1804) 288-8247

February 26, 1996

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****122.50 ****122.50

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: John of All Trades & Production, Inc.

Dear Sir:

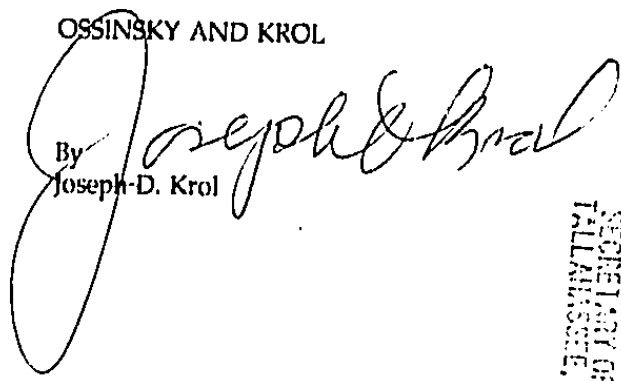
Enclosed herewith you will please find proposed Articles of Incorporation and Designation of Resident Agent duly executed for the above mentioned corporation. If you find same to be in order, please file the original and certify the enclosed copy and return to us.

filing fee.

Also enclosed is check in the amount of \$122.50 to cover the

Cordially yours,

OSSINSKY AND KROL

By 
Joseph-D. Krol

JDK:mr
Encs.
cc: John J. Krol

FILED
95 MAR -1 /M 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SJK
3/5/96

ARTICLES OF INCORPORATION
OF
JOHN OF ALL TRADES & PRODUCTION, INC

FILED
96 MAR -1 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is JOHN OF ALL TRADES & PRODUCTION, INC.

ARTICLE II - DURATION

This corporation shall exist in perpetuity from the date of the filing of these Articles of Incorporation.

ARTICLE III - PURPOSES

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 IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock, without par value. The amount of capital with which the corporation will begin business is FIVE HUNDRED AND NO/100 Dollars (\$500.00).

ARTICLE V - INITIAL PRINCIPAL AND REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered office of this corporation is 1032 Bel Aire Drive, Daytona Beach, Florida 32118, and the name of the initial registered agent of this corporation at that address is JOHN JOSEPH KROL.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation may have a board of directors, if elected by the shareholders, in which event the number of directors shall be as set by the shareholders from time to time. The

corporation shall initially operate as a close corporation as provided by law. The business of the corporation shall be managed by the shareholders rather than by a board of directors until such time as the shareholders shall by majority vote elect to have a board of directors and set the number thereof, hold nominations and elections to fill such positions, and such board of directors is elected and qualified to fill said positions.

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is JOHN JOSEPH KROL.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend and repeal bylaws shall be vested in the shareholders. At such time that a board of directors is created by the shareholder, the power to adopt, alter, amend and repeal bylaws shall be vested in the board of directors and the shareholders.

ARTICLE IX - ISSUANCE OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set forth opposite names:

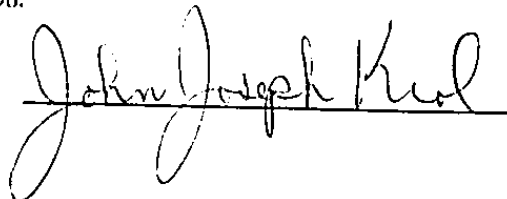
JOHN JOSEPH KROL one share

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote represented in person or by proxy shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of 51% of the shares presented at the meeting shall be the act of the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of February, 1996.

A handwritten signature in cursive script that reads "John Joseph Krol". The signature is written in black ink and is positioned above a horizontal line.

STATE OF FLORIDA

COUNTY OF VOLUSIA

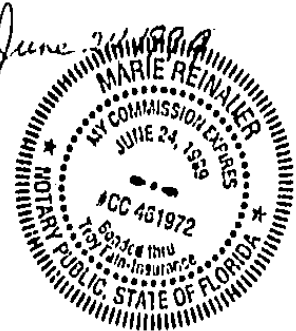
Personally appeared before me JOHN JOSEPH KROL, who acknowledged before me that he executed the foregoing Articles of Incorporation for the purposes set forth therein.

WITNESS my hand and seal of office at Daytona Beach, Florida, this 26th day of February, 1996.

Marie Reinauer

Notary Public MARIE REINAUER
State of Florida at Large

My commission expires: *June 24, 1999*



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JOHN OF ALL TRADES & PRODUCTION, INC.
2. The name and address of the registered agent and office is:

JOHN JOSEPH KROL
1032 Bel Aire Drive
Daytona Beach FL 32118

SIGNATURE: John Joseph Krol
JOHN JOSEPH KROL
TITLE: President
DATE: February 26, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

SIGNATURE: John Joseph Krol
JOHN JOSEPH KROL
(Registered Agent)
DATE: February 26, 1996

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA