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P96000091989

ACCOUNT NO. : 072100000032

REFERENCE : 148854 81236A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 8, 1996

ORDER TIME : 9:35 AM

ORDER NO. : 148854-005

CUSTOMER NO: 81236A

CUSTOMER: Ms. Beth Prinz  
WARNER FOX SEELEY & DUNGEY  
ATTORNEYS, P.A.  
1100 South Federal Highway  
P. O. Drawer 6  
Stuart, FL 34994

800002000268--1  
-11/08/96--01032--021  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: JAC ENTERPRISES OF THE  
TREASURE COAST, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

FILED  
96 NOV -8 PM 12:17  
TALLAHASSEE, FLORIDA

Dmc 11/8/96

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FILED  
96 NOV -8 PM 12:17  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
JAC ENTERPRISES OF THE TREASURE COAST, INC.

ARTICLE I

NAME AND ADDRESS

The name of this corporation shall be:

JAC ENTERPRISES OF THE TREASURE COAST, INC.

The corporation's mailing address shall be:

10602 S. Federal Highway, Port St. Lucie, Florida, 34983

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

#### ARTICLE IV

##### CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$.01 par value common stock. This class of stock shall have unlimited voting rights and be entitled to receive the net assets of the corporation upon its dissolution.

#### ARTICLE V

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 10602 S. Federal Highway, Port St. Lucie, Florida, 34952.

The name of the initial registered agent of this corporation at that address is:  
JOAN A. CROWLEY.

#### ARTICLE VI

##### DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

JOAN A. CROWLEY

474 N.E. Red Rock Court, Port St. Lucie,  
Florida, 34983

#### ARTICLE VII

##### INCORPORATOR

The name and address of the person signing these Articles are:

JOAN A. CROWLEY  
474 N.E. Red Rock Road, Port St. Lucie, Florida, 34983

#### ARTICLE VIII

##### CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote in the election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing the votes on the same principle among any number of the candidates.

#### ARTICLE IX

##### PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each

affected class. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

#### ARTICLE X

##### INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI

##### COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Florida Statutes, Section 607.0203, this corporation's existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

#### ARTICLE XII

##### AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.


IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of November, 1996.

  
JOAN A. CROWLEY

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for JAC OF THE TREASURE COAST ENTERPRISES, INC., (corporation), at the place designated in the foregoing Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in that 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 am familiar with and accept the obligations of my position as registered agent.

Dated this 7th day of November, 1996.

  
JOAN A. CROWLEY,  
Registered Agent