

JF95000000168

WORLD

P.O. Box 1500
Newport, RI 02840
(401) 849-5492

To: Sec. State Office

From: J-World, Inc.

Subject: Registration as foreign corporation

11/11/94

Enclosed find our application to register J-World, Inc. as a foreign corporation in Florida.

The nature of what we do in Florida will be changing and as of January 9 we will meet your definition of "transacting business" in Florida.

Accordingly, I have dated the application for that date.

Thank you for your assistance.

Yours truly,


John Alo, Jr.
President

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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: J-World, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

John Alofsin
(Name of Person)
J-World, Inc.
(Firm/Company)
Po Box 1509
(Address)
Newport, RI 02840
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

John Alofsin at (401) 849-5492.
(Name of Person) Area Code & Daytime Telephone Number

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COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

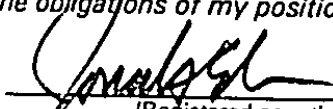
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. J-World, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. RI
(State or country under the law of which it is incorporated)
3. 05-0391306
(FEI number, if applicable)
4. 4/81
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Will begin on 1/9/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.165, F.S.))
7. Po Box 1509
Newport, RI 02840
(Current mailing address)
8. Sailing School
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Jonathan Cole
Office Address: Edwards + Angell, 250 Royal Palmway
Palm Beach, Florida, 33480
(Zip Code)

10. Registered agent's acceptance:

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 as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: John Alofsin
Address: 524 Corey Ln.
Middletown, RI 02842
Vice Chairman: Denise MacGillivray
Address: 1182 Paradise Ave. 91 Harrison Ave
Providence, RI 02908 Newport, RI 02840
Director: Jeffrey Johnston
Address: 7 Thurston Ave
Newport, RI 02840
Director: Charles Robinson
Address: 118 Paradise Ave
Piermont, NY 10968

B. OFFICERS

President: John Alofsin
Address: 524 Corey Ln
Middletown, RI 02842
Vice President: Denise MacGillivray
Address: see above
Secretary: John Alofsin
Address: see above
Treasurer: Charles Robinson
Address: see above

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature] Pres
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. John Alofsin, President
(Typed or printed name and capacity of person signing application)



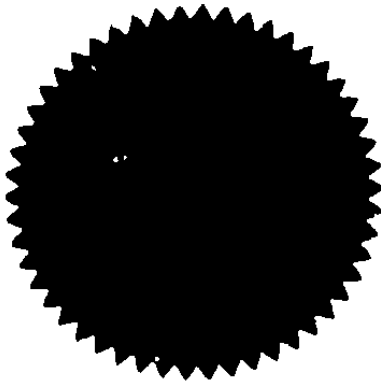
State of Rhode Island and Providence Plantations
Barbara M. Leonard
Secretary of State
100 North Main Street
Providence, Rhode Island
02903-1335

I, BARBARA M. LEONARD, Secretary of State of the State of Rhode Island and Providence Plantations, HEREBY CERTIFY that

J-WORLD, INC.

a Rhode Island corporation, filed Articles of Incorporation in this office on the fifteenth day of April, A.D., 19 81 ; and

I FURTHER CERTIFY that said corporation is now of record and has a legal existence in this office.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed the seal of the
State of Rhode Island this seventeenth
day of November A.D. 1994

Barbara M. Leonard
Secretary of State

Pamela L. Palumbo
Acting Deputy Secretary of State

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