

L80475

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)922-4000

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

BASIC AMENDMENT

JJN/NC, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

RECEIVED

00 JUN -8 PM 12:04

DIVISION OF CORPORATIONS

00 JUN -8 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*Amended & Restated
Articles*

6-8-00

DC

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AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
JJN/NC, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Pursuant to the provisions of Florida law, the undersigned Corporation adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is JJN/NC, INC.

ARTICLE II

Duration

This corporation shall have a perpetual existence, unless dissolved according to law, commencing on the June 13, 1990.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class A Voting Common Shares"; and One Hundred (100) shares of One Dollar (\$1.00) par value common stock which shall be designated "Class B Nonvoting Common Shares". The Class A and Class B shares shall be entitled in all respects to equal rights and privileges except that each share of Class A shall be entitled to one (1) vote and each share of Class B shall be nonvoting stock.

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ARTICLE V

Principal Office; Registered Office and Agent

The street address of the principal office and registered office of this corporation is: 5750 Riviera Drive, Coral Gables, Florida 33146 and the name and address of the registered agent of this corporation is: Clifford J. Nagel, Jr., 5750 Riviera Drive, Coral Gables, Florida 33146.

ARTICLE VI

Board of Directors

This corporation shall have three (3) directors. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the directors of this corporation are:

Clifford J. Nagel, Jr.	5750 Riviera Drive Coral Gables, FL 33146
Brent C. Nagel	1397 SE 10th Avenue Hialeah, Florida 33010
Craig J. Nagel	1397 SE 10th Avenue Hialeah, Florida 33010

2. The number of shares of the Corporation outstanding at the adoption was one hundred (100), and the number of shares entitled to vote thereon was one hundred (100).

3. The number of shares voted in favor of such Amendment was one hundred (100), and the number of shares voted against such Amendment was none.

4. Each holder of Common Shares shall exchange one (1) share of such stock for two one hundredths (.02) shares of Class A Voting Shares and ninety-eight one hundredths (.98) shares of Class B Nonvoting Shares.

5. These Amended and Restated Articles of Incorporation were adopted and approved on the 6th day of June, 2000.

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6. These Amended and Restated Articles of Incorporation shall become effective immediately upon filing with the Department of State of Florida.

DATED this 6th day of June, 2000.

ATTEST:

JJN/NC, INC., a Florida
corporation

Clifford J. Nagel Jr.
Clifford J. Nagel, Jr.,
Secretary

By: Clifford J. Nagel Jr.
Clifford J. Nagel, Jr.,
President

(CORPORATE SEAL)

STATE OF FLORIDA:

SS:

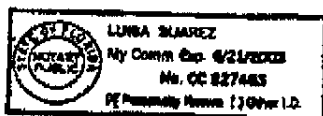
COUNTY OF MIAMI-DADE:

The foregoing instrument was acknowledged before me this 6th day of June, 2000, by Clifford J. Nagel, Jr., as President of JJN/NC, INC., a Florida corporation, by and on behalf of the Corporation. She is personally known to me or has produced as identification.

Luisa Suarez
Notary Public, State of Florida at Large

LUISA SUAREZ
Type/Print/or Stamp Name of Notary Public

My Commission Expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

JJN/NC, INC.

In pursuance of the Florida Statutes, the following is submitted, in compliance with said Act:

First--that JJN/NC, INC., desiring to organize under the laws of the State of Florida with its principal office at: 5750 Riviera Drive, Coral Gables, Florida 33146, has named Clifford J. Nagel, Jr., located at 5750 Riviera Drive, Coral Gables, Florida 33146, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


CLIFFORD J. NAGEL, JR.

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