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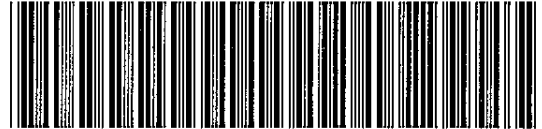
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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P. O. DRAWER 509 315 WEST GREEN STREET PERKY, FLORIDA 32348 (850) 223-1990 FAX (850) 223-1991

GREGORY S. PARKER, ESQ.
gsparker@gp-attorney.com

December 16, 2005

Cynthia Blalock
Document Specialist, New Filing Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314


Re: FLORIDA JUNIOR MISS, INC. Articles of Incorporation
Your ref. number: W05000054281

Dear Ms. Blalock:

Please find enclosed the original and one copy of the Articles of Incorporation of FLORIDA JUNIOR MISS, INC. as a non-profit organization along with a copy of a letter from you dated December 8, 2005 regarding corrections necessary to properly file the document.

Should you have any questions regarding the foregoing, please do not hesitate to call. Thank you for your assistance in this matter.

Sincerely,


Melanie A. Vaughn
Legal Assistant

Enclosures
cc: Mr. Rick Olcott



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 8, 2005

MELANIE A. VAUGHN
P.O.DRAWER 509
PERRY, FL 32348

SUBJECT: FJM, INC.
Ref. Number: W05000054281

We have received your document for FJM, INC. and your check(s) totaling \$78.75. 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.

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 305A00071074

**ARTICLES OF INCORPORATION
OF
FLORIDA JUNIOR MISS, INC.**

STATE OF FLORIDA
TAYLOR COUNTY

FILED
05 DEC 20 11 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned persons, desiring to organize a non profit corporation under the provisions of the Florida Not for Profit Corporation Act, with all the rights, powers, and privileges of a corporation organized under said Sections of the Code and under the Constitution and Laws of the State of Florida, hereby make and file this Certificate of Incorporation as required by the provisions of said Florida Not for Profit Corporation Act and certify as follows:

I

The name of the corporation is "FLORIDA JUNIOR MISS, INC."

II

The duration of the corporation shall be perpetual, unless sooner dissolved in accordance with the law.

III

The purposes for which this corporation is organized are as follows:

- (1) To honor Florida's ideal high school senior girls and to reward those young ladies with national, state and local recognition and scholarships for the furtherance of their education.
- (2) To issue franchises to local organizations in order for them to have local programs.
- (3) To assist the franchisees in the operation of their programs by seminars, publicity and other available means.
- (4) To select Florida's outstanding high school senior girl who symbolizes the best in American youth based on scholarship, youth fitness, poise, appearance, creative and performing arts, and awareness and contributions to family, friends and community; qualities which make up the ideal high school senior girl.

(5) To enter Florida's Junior Miss in the National Junior Miss program.

(6) To act as the general agent and/or representative of Florida's Junior Miss in any and all appearances, public or private, in which she may participate.

IV

As a means of accomplishing the foregoing purposes and without in any way limiting said purposes, and in addition to those powers specifically granted by the Florida Not for Profit Corporation Act, the corporation shall have the following powers:

(1) To refuse, or accept any bequest, devise, grant, gift, for any of its objects, and purposes, any property, both real and personal, of whatever kind, nature, or description and wherever situated.

(2) To sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of, any property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.

(3) To borrow money, and, from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights, or privileges of the corporation wherever situated, whether now owned or hereafter to be acquired.

(4) To invest and reinvest its funds in such stock, common or preferred, bonds, debentures, mortgages, or in such other securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift, provided such limitations and conditions are not in conflict with the provisions of Section

501(c)(3) of the Internal Revenue Code and the Regulations thereunder as they now exist or as they may hereafter be amended.

(5) In general, and subject to such limitations and conditions as are or may in the future be prescribed by law, to exercise such other powers which are now or hereafter may be conferred by the "Florida Not for Profit Corporation Act" and amendments thereof and thereto, upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the corporation, subject to the further limitation and condition that, notwithstanding any other provision of this certificate, only such powers shall be exercised as are in furtherance of the tax-exempt purposes of the corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and the Regulations thereunder as they now exist or as they may hereafter be amended and by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

V

The corporation will have no members other than its officers and Board of Directors.

VI

The business and property of the corporation shall be managed and controlled by a Board of Directors which shall consist of:

(1) Each officer of the corporation.

(2) Not less than five nor more than eleven persons who are not officers. The original Board of Directors were present at the organizational meeting of the corporation. All subsequent Directors shall be elected by the original Board of Directors.

VII

The initial Board of Directors, their names, titles and addresses are as follows:

Rick Olcott - President - P.O. Box 1062, Perry, Florida 32348

Amy Knowles - Vice-President of Administration - P.O. Box 1062, Perry, Florida 32348
Allison Bishop - Vice-President of Production - P.O. Box 1062, Perry, Florida 32348
Deidra Newman - Vice-President of Marketing/PR - P.O. Box 1062, Perry, FL 32348
Gary Knowles - P.O. Box 1062, Perry, Florida, 32348
Randy Newman - P.O. Box 1062, Perry, Florida, 32348
Reba Olcott - P.O. Box 1062, Perry, Florida, 32348
Lori Wiggins - P.O. Box 1062, Perry, Florida, 32348
Mark Wiggins - P.O. Box 1062, Perry, Florida, 32348

VIII

(1) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(2) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal Tax laws.

(3) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(4) The corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(5) The corporation shall not make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(6) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services

rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code and the Regulations thereunder as they now exist or may, hereafter be amended or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code and the Regulations thereunder as they now exist or may hereafter be amended.

IX

The street address of the initial principal office of the Company is 428 North Jefferson Street, Perry, Florida 32348. The mailing address of the initial registered office is 428 North Jefferson Street, Perry, Florida 32348. The name of the initial registered agent of the Company at such address is Richard Olcott.

ACCEPTANCE BY AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature of Resident Agent

X

The subscriber to these Articles of Incorporation is over the age of twenty-one (21) years and is a citizen of the United States of America and resident of the State of Florida. His name and address are as follows:

Mr. Richard L. Olcott
107 Osceola Street
Perry, FL 32348

In the event of dissolution of the corporation or the winding up of its affairs, whether voluntary or involuntary, the assets of the corporation, after all debts have been satisfied, then remaining in the hands of the Board of Directors shall be paid in such amounts as the Board of Directors may determine or as may be determined by a court of competent jurisdiction of the County in which the principal office of the corporation is then located, upon application of the Board of Directors, exclusively to charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.


IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals on this the 15th day of December, 2005.


RICHARD L. OLCOTT, President

STATE OF FLORIDA
TAYLOR COUNTY

Before me, the undersigned authority, personally appeared RICHARD L. OLCOTT whose name is signed to the foregoing Articles of Incorporation and who is known to me, separately and severally acknowledged before me on this day that he, being informed of the contents of the foregoing Articles of Incorporation, executed the same voluntarily on the date the same bears date.

Given under my hand and official seal on this 15th day of December, 2005.


Notary Public
My Commission Expires:

