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TRANSMITTAL LETTER

FILED
00 MAY 23 AM 11:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314**

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*****87.50 *****87.50

SUBJECT:

JELINEK PROPERTIES AND SERVICES, INC.

**Enclosed an original two(2) copys of the articles of incorporation and a check
for:**

- **\$87.50 for Filing Fee, Certified Copy & Certificate**

FROM:

DORIS BONNET INCOME TAX & ACCOUNTING SERVICES

**2606 East Robinson St.
Orlando, FL. 32803**

**407-228-6660(Office)
407-228-6868(Fax)**

Doris Bonnet's office
add suffix
OH

OK 6/1/00

**ARTICLES OF INCORPORATION
OF
JELINEK PROPERTIES AND SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be JELINEK PROPERTIES AND SERVICES, INC.

ARTICLE II. COMMENCEMENT AND DURATION

The commencement of this corporation's existence shall be at the time of the filing of these articles of Incorporation by the Department of Corporations. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE.

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States of America. The services provided will be buying; improving; maintenance and selling of different properties.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1000 shares of Capital Stock at \$1.00 (One Dollar) par value.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, number, transfer, or otherwise dispose of any shares of the capital stock of this corporation without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance at this corporation for a period of

- fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These shares are held subject to certain transfer restrictions imposed by this corporation's articles of incorporation, a copy of which is on file at this corporation's principal office."

ARTICLE VII. INITIAL OFFICERS

The number of directors on this corporation's Initial Officers shall be three (3). The number of officers may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one. There will be no board of directors at the present time.

The names and addresses of each individual who shall serve as a member of the initial officers are:

President:

Address

Felix Alois Jelinek

5950 Bent Pine Drive Dr.
Apt. 449
Orlando, Florida 32822

Vice- President

Denise Colon:

5950 Bent Pine Drive
Apt. 248
Orlando, Florida 32822

Secretary

Denise Colon

5950 Bent Pine Drive
Apt. 248
Orlando, Florida 32822

Treasurer

Eloisa Carolina Jelinek

5950 Bent Pine Drive Dr.
Apt. 449
Orlando, Florida 32822

ARTICLE VIII. INDEMNIFICATION

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE IX. PRINCIPAL OFFICE & INITIAL
REGISTERED OFFICE & AGENT**

The address of this corporation's principal office and the physical address of this corporation's initial registered offices shall be 5950 Bent Pine Drive, Apt. 449, Orlando, Florida 32822.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Denise Colon: 5950 Bent Pine Drive, Apt. 248, Orlando, Florida 32822.

ARTICLE X. INCORPORATORS

The names and addresses of the individual who shall serve as this corporation's incorporators are:

Denise Colon:

5950 Bent Pine Drive
Apt. 248
Orlando, Florida 32822

Felix Alois Jelinek:

5950 Bent Pine Drive
Apt. 449
Orlando, Florida 32822

Eloisa Carolina Jelinek:

5950 Bent Pine Drive
Apt. 449
Orlando, Florida 32822

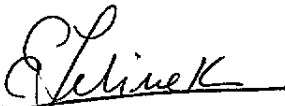
ARTICLES XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

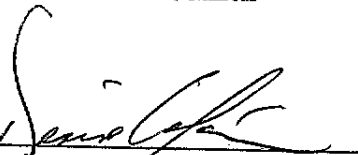
IN WITNESS WHEREOF, the incorporators executed these Articles of Incorporation this _____ of January, 2000.



Felix Alois Jelinek



Eloisa Carolina Jelinek



Denisse Colon

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with their Florida Business Corporation Act, the following is submitted:
INC.

That JELINEK PROPERTIES AND SERVICES, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the city of Orlando, County of Orange, State of Florida, has named: DENISE COLON.

I am accepting being Registered Agent

Denise Colon

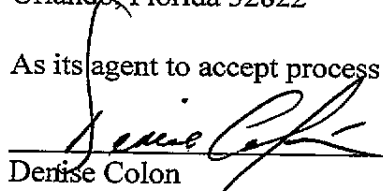
At the Mailing Address:

5950 Bent Pine Drive
Apt. 248
Orlando, Florida 32822

Business Address:

5950 Bent Pine Drive
Apt. 248
Orlando, Florida 32822

As its agent to accept process within the State


Denise Colon

Have been made to accept service of process for the above stated corporation at the place designated in this capacity and agree to comply with the provisions of said act relative to keeping open said office:


Denise Colon