CCRS
105 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

P00000071162

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 07-26-00

REF. #: 0163. 12532

300003336613--6
-07/26/00--01045--018
*****78.75 *****78.75

CORP. NAME: JNL Enterprises of Tampa Bay, Inc

(X) ARTICLES OF INCORPORATION
( ) ARTICLES OF AMENDMENT
( ) ARTICLES OF DISSOLUTION
( ) ANNUAL REPORT
( ) TRADEMARK/SERVICE MARK
( ) FICTITIOUS NAME
( ) FOREIGN QUALIFICATION
( ) LIMITED PARTNERSHIP
( ) LIMITED LIABILITY
( ) REINSTATEMENT
( ) MERGER
( ) WITHDRAWAL
( ) CERTIFICATE OF CANCELLATION
( ) UCC-1
( ) UCC-3
( ) OTHER:

FILED
00 JUL 26 AM 11:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 8408 FOR $ 78.75.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: $

RECEIVED
00 JUL 26 AM 11:05
DIVISION OF CORPORATIONS

PLEASE RETURN:

( ) CERTIFIED COPY
( ) CERTIFICATE OF GOOD STANDING
(X) PLAIN STAMPED COPY
(X) CERTIFICATE OF STATUS

Examiner's Initials

T SMITH JUL 26 2000

ARTICLES OF INCORPORATION

OF

JNL ENTERPRISES OF TAMPA BAY, INC.

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under Chapter 607 of the laws of the State of Florida as follows:

ARTICLE I
<u>Name and Address</u>

The name of this Corporation is: JNL ENTERPRISES OF TAMPA BAY, INC. The mailing and street address of the Corporation is: 1702 East 5th Avenue, Tampa, Florida 33605.

ARTICLE II
<u>Term of Existence</u>

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

ARTICLE III
<u>Purpose</u>

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
<u>Powers</u>

The Corporation shall have the power:

(a) To have perpetual succession by its corporate name.

(b) To sue and be sued, complain and defend in its corporate name in all actions or proceedings.

(c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it or a facsimile thereof to be impressed, affixed or in any other manner reproduced.

(d) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

(h) To make contracts and guaranties and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations and have offices and exercise the powers granted by the Florida Business Corporation Act within or without the State of Florida.

(k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this state, for the administration and regulation of the affairs of the Corporation.

(m) To make donations for the public welfare or for charitable, scientific or educational purposes.

(n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans, retirement plans, benefit plans and other incentive and compensation plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries.

(p) To provide insurance for its benefit on the life of any of its directors, officers or employees, or on the life of any shareholder for the purpose of acquiring at his death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(q) To be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

(r) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V
Capital Stock

This Corporation is authorized to issue 10,000 shares of $.01 par value common stock, which shall be designated Common Shares.

ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 201 N. Franklin Street, Suite 2200, Tampa, Florida 33602 and the name of its initial registered agent at such address is John J. Agliano.

ARTICLE VII
Initial Board of Directors

This Corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1). The names and addresses of the initial Directors of this Corporation are:

Name	Address
Lew Ellyn Ellis	5684 Harborside Dr. Tampa, Florida 33615
Joe Nenoff	15551 Race Track Road Odessa, Florida 33556
Nelson D. Lazzara	1702 East 5th Avenue Tampa, Florida 33605

ARTICLE VIII
Incorporator

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

Name	Address
John J. Agliano	201 N. Franklin Street, Suite 2200 Tampa, Florida 33602

ARTICLE IX
Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the stockholders of this Corporation.

ARTICLE X
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 25th day of July, 2000.

John J. Agliano

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: July 25, 2000

John J. Agliano

735669 v1 10830-002