THE UNITED STATES CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 792277 81386A

AUTHORIZATION:

COST LIMIT : \$ 78.75

ORDER DATE: August 9, 2000

ORDER TIME : 10:23 AM

ORDER NO. : 792277-005

CUSTOMER NO: 81386A

Robert E. Aylward, Esq CUSTOMER:

Robert E. Aylward, Esq

300003350823--2

Suite 100

600 S. Magnolia Avenue

Tampa, FL 33606

DOMESTIC FILING

NAME:

J & M TRADING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ___ CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

2544 W00-19702



FILED SLOWETARY OF STATE DOTE THOS CORPORATIONS

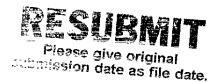
00 AUG -9 PM 1:58

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 9, 2000

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: J & M TRADING, INC. Ref. Number: W00000019702



We have received your document for J & M TRADING, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

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.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 000A00043040

Our client was advised of the similar name but instructed CSC's service rep., Carina Dunlap, to proceed with the filing.

ARTICLES OF INCORPORATION OF J & M TRADING, INC.

STEPPTIARY OF STATE
STEPPTIARY OF STATE
STATE OF CORPORATIONS

00 AUG -9 PM 1: 58

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act (the "Act"), and pursuant to the following Articles of Incorporation.

ARTICLE 1 Name

The name of this corporation is:

J & M TRADING, INC.

ARTICLE 2 Principal Office

The principal office and mailing address of this corporation is: 16303 Moradas de Avila, Tampa, Florida 33613.

ARTICLE 3 Shares

This corporation is authorized to issue 7,500 shares of voting common stock, par value \$.01 per share.

ARTICLE 4 Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 600 S. Magnolia Ave. Suite 100, Tampa, Florida 33606; and the name of the initial registered agent of this corporation is: **ROBERT E. AYLWARD**.

ARTICLE 5 Incorporator

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

Name

Address

Robert E. Aylward

600 S. Magnolia Ave., Suite 100 Tampa, Florida 33606

ARTICLE 6 Amendment

The stockholders reserve the right to amend, alter, change, or repeal any provision contained herein in the manner now or hereafter prescribed by law, and all rights conferred on directors and officers herein are granted subject to this reservation.

ARTICLE 7 Indemnification

This corporation may enter into indemnification agreements and adopt bylaw provisions for the indemnification of any director, officer, employee, or agent of the corporation, or may provide, at the corporation's election, for indemnification of any director, officer, employee, or agent of the corporation without agreement or bylaw provisions to the full extent permitted by law. The corporation, however, shall not be subject to court-ordered indemnification pursuant to section 607.0850(9), Florida Statutes.

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

> NOTAŘÝ PUBLIC My Commission Expires:

> > CALLIE A. SNOW
> > MY COMMISSION # CC 803325
> > EXPIRES: March 20, 2003
> > Bonded Thru Notary Public Underwriters

J & M TRADING, INC.

FILED SECRETARY OF STATE DVISION OF CORPORATIONS

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

00 AUG -9 PM 1:58

The undersigned, Robert E. Aylward, having been named as registered agent to accept service of process for the above named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Plorida Statutes.

ROBERT E. AYLWARD

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