

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO00000093374

Jel-ling, Inc.

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<input type="checkbox"/>	Merger File
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<input type="checkbox"/>	RA Resignation
<input type="checkbox"/>	Dissolution / Withdrawal
<input type="checkbox"/>	Annual Report / Reinstatement
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<input type="checkbox"/>	Certificate of Good Standing
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<input type="checkbox"/>	Corp Record Search
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED
00 OCT -3 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2555
W00-23900

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

OCT 03 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 2, 2000

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET #1
TALLAHASSEE, FL 32302

SUBJECT: JEL-ING, INC.
Ref. Number: W00000023900

We have received your document for JEL-ING, INC.. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

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: 000A00052224

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
JEL-ING, INC.**

Article I Name

The name of this corporation shall be Jel-Ing, INC.

Article II Commencement & Duration

The commencement of this corporation's existence shall be at the time of filing of these Articles of Incorporation by the Florida Department Of State. The 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.

Article IV Capital Stock

This corporation shall have the authority to issue 10,000 shares of Common Stock, with a par value of \$1.00 per share of common stock.

Article V Preemptive Rights

Every shareholder, upon the sale of cash for 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, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares 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 by this Corporation for a period of fifteen days from the date of the 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:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

"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 Board Of Directors

The number of directors on this corporation's Initial Board Of Directors shall be one. The number of directors may be increased or decreased from time to time, as provided in this corporation's By-Laws, but shall never be less than one.

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

John Lynch
20251 South Tamiami Trail
Estero, FL 33928

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 address of this corporation's initial registered office shall be: 20251 South Tamiami Trail Estero, FL 33928

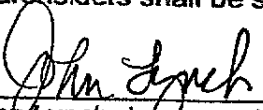
The name of the individual who shall serve as this corporation's initial registered agent at that address is: John Lynch.

Article X Incorporator

The name and address of the individual who will serve as this corporation's incorporator is: John Lynch 20251 South Tamiami Trail Estero, FL 33928

Article 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.



John Lynch- Incorporator

Certificate of Designation Of Registered Agent And Registered Office

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office agent in the State of Florida.

1. The name of the Corporation is Jel-Ing, Inc.
2. The name and address of the registered agent and office of the Corporation is: Michael Jacques 20251 South Tamiami Trail, Estero, FL 33928.

Dated this 27 day of SEPT, 2000.

Jel- Ing, Inc.

By: Michael Jacques
Michael Jacques
President

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.

Dated this 27 day of SEPT, 2000.

Michael Jacques
Michael Jacques
Registered Agent

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TALLAHASSEE, FLORIDA