

P00000117736

CHARLES E. H. BECK

ATTORNEY AT LAW

4265 CENTRAL AVENUE

ST. PETERSBURG, FLORIDA 33713

WILLS, ESTATES AND ESTATE PLANNING
TRIAL PRACTICE, PERSONAL INJURY
REAL PROPERTY LAW
FAMILY LAW
GENERAL PRACTICE

JOHN R. FOLTZ
OF COUNSEL
TELEPHONE (727) 327-1883
FAX (727) 323-1849

December 18, 2000

Via: Federal Express

Corporate Records Bureau
Division of Corporations
Department of State
The Capitol
Tallahassee, Florida 32399

Re: JIBS RESALES, INC.

400003509064--2

-12/20/00--01071--006

*****78.75 *****78.75

Ladies/Gentlemen:

Enclosed please find the original of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$78.75 to cover the following costs:

Filing fee	\$ 35.00
Designation of Resident Agent	35.00
Certified copy of	
Articles of Incorporation	8.75

Total of check enclosed: \$ 78.75

If the enclosures meet with your approval, kindly furnish us with a certified copy of the Articles of incorporation. Your expedited handling of this matter will be most appreciated.

Yours very truly,

Charles E. H. Beck

Charles E. H. Beck

CEHB/mep
Enclosures

FILED
00 DEC 20 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12-28
acc

ARTICLES OF INCORPORATION

OF

JIBS RESALES, INC.

FILED
00 DEC 20 PM 2:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is:

JIBS RESALES, INC.

Article II - Duration

This corporation shall commence existence on January 1, 2001, and shall have perpetual existence unless terminated or dissolved as provided by law.

Article III - Purpose

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and of this State.

Article IV - Capital Stock and Voting Rights

This corporation is authorized to issue 1,000 shares of Common stock, having a par value of \$1.00 per share.

The holders of the stock of the corporation shall be entitled to one vote for each share of stock held, at all meetings of the stockholders, regardless of the purpose of such meetings and regardless of the matter voted upon.

Article V - Pre-Emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5501 - 28th Street North, Unit #42, St. Petersburg, Florida 33714 and the name of the initial registered agent of the corporation at that address is Kendal J. Bentley.

Article VII - Address of Principal Office and Mailing Address

The address of the initial principal office of the corporation is 5501 - 28th Street North, Unit #42, St. Petersburg, Florida 33714 and the mailing address is the same.

Article VIII - Officers and Directors

Section A. The management and control of this corporation shall be vested in a Board of Directors of one or more members. The number of Directors may be varied from time to time by Bylaws adopted by the stockholders, but shall always be at least one.

Section B. The corporation shall have as its officers a president, a vice president, a secretary and a treasurer, and such other officers as to the Board of Directors may seem expedient. Any person may hold two or more offices.

Section C. The Board of Directors shall be selected by the stockholders at each annual meeting to be held at the principal office of the corporation or at such other place as shall be designated in and by the notice of the meeting. The officers shall be elected by the Board of Directors at its first meeting following each annual meeting of the stockholders. The names and addresses of the initial Board of Directors who, subject to the provisions of these Articles of Incorporation and the laws of Florida, shall hold office until their successors are duly elected and have qualified, are as follows:

KENDAL J. BENTLEY

8931 Blind Pass Road, Apt. 158
St. Pete Beach, Florida 33706

Section D. The names and addresses of the officers of the corporation, who shall serve until their successors have been duly elected, are as follows:

President/Secretary/ Treasurer	Kendal J. Bentley 8931 Blind Pass Road, Apt. 158 St. Pete Beach, Florida 33706
-----------------------------------	--

Article IX - Incorporator

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

Kendal J. Bentley	8931 Blind Pass Road, Apt. 158 St. Pete Beach, Florida 33706
-------------------	---

Article X - Corporate Seal

The seal of the corporation shall be a circular impression bearing in the center thereof the words "CORPORATE SEAL, 2001, FLORIDA", and around the circumference thereof the words "JIBS RESALES, INC."

Article XI - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by the holders of a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders shall sign a written statement manifesting their intention that a certain amendment to these Articles be made.

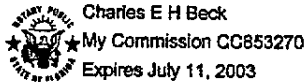
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this the 18th day of December, 2000.


Kendal J. Bentley, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, a Notary Public in and for the State of Florida, personally appeared Kendal J. Bentley, known to me to be the person described in and who executed the foregoing Articles of Incorporation, or who produced Fla. Driver's License as identification, and he acknowledged before me that he executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal at the County and State aforesaid, this 18th day of December, 2000.



Notary Public

Charles E H Beck

Print: Charles E. H. Beck
State of Florida at Large (Seal)

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent to accept service of process for the above-named corporation, at the place designated in these Articles, I hereby agree to act in that capacity.

Kendal J Bentley

Kendal J. Bentley, Registered Agent