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ACCOUNT NO. : 072100000032

REFERENCE : 956522 81181A

AUTHORIZATION :

Patricia Pizote

COST LIMIT : \$ 78.75

ORDER DATE : January 8, 2001

ORDER TIME : 9:46 AM

ORDER NO. : 956522-005

CUSTOMER NO: 81181A

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CUSTOMER: Alan L. Gabriel, Esq
Penthouse E
2455 E. Sunrise Blvd.
Ft. Lauderdale, FL 33304

DOMESTIC FILING

NAME: JAN INVESTMENT HOLDINGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - EXT. 1116

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 JAN -8 PM12:18

RECEIVED
01 JAN -8 AM 10
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 JAN -8 PM 12: 18

ARTICLES OF INCORPORATION OF JAN INVESTMENT HOLDINGS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida Business corporation act, adopt(s) the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name of the corporation shall be JAN INVESTMENT HOLDINGS, INC.

ARTICLE II.

PRINCIPAL OFFICE/MAILING ADDRESS

The mailing address of the corporation is 2701 NE 17th Terrace, Wilton Manors, FL 33334. The street address of the principal office of this corporation shall be 2701 NE 17th Terrace, Wilton Manors, FL 33334.

ARTICLE III.

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is 1,000, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE IV.

REGISTERED AGENT

The corporation has designated as its Registered Agent, CHRISTOPHER W. PRUSASKI, ESQ.. The street address of the initial Registered Agent of the corporation shall be 2455 East Sunrise Boulevard, Penthouse East, Fort Lauderdale, Florida 33304.

ARTICLE V.

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI.

PREEMPTIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the

number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE VII.

SPECIAL PROVISION

It is the intent of the incorporator that this corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII.

OFFICERS AND DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) director(s), initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided

in, the corporation's articles of incorporation or the by-laws, but shall never be less than one. The name and street address of the initial member(s) of the Board of Directors and officers of the corporation are:

DIRECTOR, VICE PRESIDENT AND TREASURER:

NATHAN MILLER
2701 NE 17th Terrace, Wilton Manors, FL 33334

PRESIDENT AND SECRETARY:

JOHN F. LALLY
2701 NE 17th Terrace, Wilton Manors, FL 33334

ARTICLE IX.

INCORPORATORS

The name and street address of the incorporator(s) to these Articles of Incorporation is:

NATHAN MILLER

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5 day of January, 2001.

Witnesses:

Sign Kathleen G. Clark
Print KATHLEEN G. CLARK

Sign Nathan Miller
NATHAN MILLER

Sign Christopher W. Prusacki
Print Christopher W. Prusacki

ACCEPTANCE OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

01 JAN -8 PM 12:18

I, CHRISTOPHER W. PRUSASKI, ESQ., being a resident of the State of Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.

EXECUTED this 5th day of January, 2001.



CHRISTOPHER W. PRUSASKI

ARTICLES.INC
44201art.inc