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PAULICH, SLACK & WOLFF, P.A.

Attorneys at Law

FILED

01 MAR 23 PM 12:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 21, 2001

Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: J & R Construction Management Company

800003908258--3

-03/23/01--01100--004

****78.75 ****78.75

Dear Sir or Madam:

Enclosed please find the following items relating to the above-referenced corporation:

1. Original and copy of the Articles of Incorporation;
2. Check in the amount of \$78.75 for filing fee, fee for designation of registered agent, and a certified copy of the articles.

THE EXACT NAME OF THE CORPORATION IS: J & R CONSTRUCTION
MANAGEMENT COMPANY

There are 100 shares of common stock having a \$1.00 par value per share.

Thank you for your cooperation in this regard.

Sincerely yours,
PAULICH, SLACK & WOLFF, P.A.



Jerald R. Pitkin, Esq.

JRP:jnh
Enclosures (as stated)

xc: Jon Edward Edwards

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JERALD R. PITKIN

ARTICLES OF INCORPORATION
OF
J & R CONSTRUCTION MANAGEMENT COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be:

J & R Construction Management Company

The principal place of business and mailing address of this corporation shall be:

3750 Exchange Avenue
Naples, Florida 34104

ARTICLE II
NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 par value.

ARTICLE IV
REGISTERED AGENT

Initial registered office of the corporation shall be:

801 Anchor Rode Drive, Suite 203
Naples, Florida 34103

and the name of the initial registered agent shall be:

Jerald R. Pitkin, Esquire

ARTICLE V
EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
PREEMPTIVE RIGHTS

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

ARTICLE VII
SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII
ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX
OFFICERS AND DIRECTORS

This corporation shall have three (3) officer(s) and one (1) director(s) initially. The names and street addresses of the initial director(s) and officer(s), who shall hold office for the first year of the corporation, or until a successor is elected or appointed is:

Jon Edward Edwards
3750 Exchange Avenue
Naples, Florida 34104


President, Secretary, Treasurer, Director

ARTICLE X
INCORPORATOR

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

Jon Edward Edwards
3750 Exchange Avenue
Naples, Florida 34104

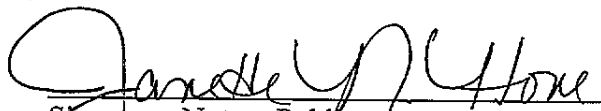
IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this 20th day of MARCH, 2001.



Jon Edward Edwards, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER


The foregoing instrument was acknowledged before me this 20th day of MARCH, 2000, by Jon Edward Edwards, who is () personally known to me or who (X) produced a drivers license as identification.
FLDL# E363-485-72-41A-0



Signature, Notary Public
Janette N. Hone

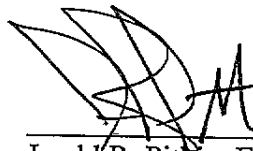
Printed Name of Notary

My Commission Expires:

 Janette N Hone
★ My Commission CC864694
Expires August 19, 2003

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT
FOR
J & R CONSTRUCTION MANAGEMENT COMPANY**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.



Jerald R. Pitkin, Esquire
Registered Agent

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