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LAW OFFICES OF RON A. RHOADES, P.A.

ATTORNEYS & COUNSELORS AT LAW

Ron A. Rhoades, B.S., J.D. and Dawn Pautler-Ellis, B.A., J.D.

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Trust Administration • Business Entities and Taxation • Personal Injury & Wrongful Death

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Hernando, FL 34442-5320

Spring Hill Office: 2154 Mariner Boulevard
Spring Hill, FL 34609

July 23, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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RE: CJ'S ENTERPRISE, INC.

Dear Sirs:

Enclosed please find the original and one copy of the proposed Articles of Incorporation for CJ's Enterprise, Inc.

Please approve and file the original and certify the copy for us. Also enclosed is a Certificate of Designation of Registered Agent and Office for the corporation.

Also enclosed is a check payable to you for charges as follows:

Filing Fee	$35.00
Certified Copy	$ 8.75
Filing Registered Agent's Designation	$35.00
TOTAL	$78.75

FILED
01 JUL 25 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please contact our office collect if anything further is required in order to avoid delay in filing.

Very truly yours,

Ron A. Rhoades

RAR:ear

Enclosures

CC: CJ's Enterprise, Inc.

J. BRYAN JUL 27 2001

Articles of Incorporation

of

CJ's Enterprise, Inc.

FILED
01 JUL 25 AM 11: 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of CJ's Enterprise, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME OF CORPORATION

The name of the Corporation is CJ's Enterprise, Inc.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation and its mailing address shall be 2177 West Norvell Bryant Highway, Lecanto, FL 34461.

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing these Articles of Incorporation.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporations authorized to have outstanding at any time is TEN THOUSAND (10,000) shares of common stock having a par value of $1.00 per share.

ARTICLE V. PREEMPTIVE RIGHTS

Each holder of common stock of this corporation shall have the first right to purchase shares of common stock of this corporation that from time to time may be issued, whether or not presently authorized, in the ratio that the number of shares of common stock held at the time of the issue bears to the total number of shares of common stock outstanding. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the corporation inviting him to exercise the right. A holder of common stock shall not have, solely because of his holdings of common stock, a right to purchase shares of preferred stock that may be issued. A holder of preferred stock shall not have, solely because of his holdings of preferred stock, a right to purchase shares of any class that may be issued by the corporation.

ARTICLE VI. CUMULATIVE VOTING

Every shareholder having the right to vote at a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either cast all those votes for a single candidate or distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 211 South Adams Street, Beverly Hills, FL 34465, and the name of the corporation's initial registered agent at that address is Cathleen J. McNeil.

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but never shall be less than one. The name and address of the initial director is:

NAME	ADDRESS
Cathleen J. McNeil	211 South Adams Street Beverly Hills, FL 34465

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is as follows:

Cathleen J. McNeil
211 South Adams Street
Beverly Hills, FL 34465

The incorporator of the corporation assigns to this corporation his rights under Section 607.161, Florida Statutes, to constitute a corporation, and assigns to those persons designated by the Board of Directors any rights he may have as an incorporator to acquire any of the capital stock of this corporation, assignment becoming effective on the date corporate existence begins.

ARTICLE X. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and also in the shareholders, except that the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE XI. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provisions in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the Board of Directors. Thereafter, every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation at Hernando, Florida, this 29 day of June, 2001.

Cathleen J. McNeil

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF CITRUS

Before me, the undersigned authority, personally appeared Cathleen J. McNeil who is to me well known to be the person described and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Hernando in said County and State this 29th day of June, 2001. personally known

Rhonda R. Coleman
MY COMMISSION # CC838768 EXPIRES
May 19, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Rhonda R Coleman
(Notary's signature)

Rhonda R. Coleman
(typed, printed or stamped name of
officer taking acknowledgement

(title or rank, i.e. Notary Public)

(serial number, if any)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

CJ's Enterprise, Inc.

Pursuant to Section 607.0501, Florida Statutes (1990), CJ's Enterprise, Inc., desiring to organize under the laws of the State of Florida, has named **Cathleen J. McNeil** located at 211 South Adams Street, Beverly Hills, FL 34465, as its agent to accept service of process within this state.

Having been named to accept service of process for the above corporation at the place designated in this certificate, I hereby accept appointment in such capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open said office. I further certify that I am familiar with, and accept, the obligations attendant to said position.

Cath McNeil

Cathleen J. McNeil

Dated 6-29-01, 2001

FILED
01 JUL 25 AM 11:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA