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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Requester's Name

Address

Walter DeLoatch, Jr.

(Attorney At Law
169 East Flagler Street
Suite 1616
Miami, Florida 33130

one #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) 600004326356--9
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NEW FILINGS

- Profit
 Not for Profit
 Limited Liability
 Domestication
 Other

AMENDMENTS

- Amendment
 Resignation of R.A., Officer/Director
 Change of Registered Agent
 Dissolution/Withdrawal
 Merger

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

CR2E031(7/97)

CB AUG 6 2001

W0112812



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 6, 2001

WALTER DELOATCH, JR, ESQ.
169 E FLAGLER ST STE 1616
MIAMI, FL 33130

SUBJECT: MENTOR ENTERPRISES, INC.
Ref. Number: W01000012812

We have received your document for MENTOR ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved nonprofit corporation. The name of a voluntarily dissolved nonprofit Florida corporation is not available for the assumption or use by another entity until 120 days after the effective date of dissolution.

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) 487-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 101A00034405

ARTICLE OF INCORPORATION

OF

J & S MENTOR ENTERPRISES, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of the corporation shall be, J & S MENTOR ENTERPRISES, INC.

ARTICLE II

The general nature of the business shall be to engage in any lawful activity within the state of Florida.

ARTICLE III

This corporation shall have a perpetual term of existence.

ARTICLE IV

The initial street address of said corporation shall be 1750 N.E. 191 Street, Unit 804, North Miami Beach, Florida 33179.

ARTICLE V

The name and address of the incorporator is Louis Joel Mentor, 1750 N.E. 191 Street, Unit 804, North Miami Beach, Florida 33179.

ARTICLE VI

The number of Directors of this corporation shall be not less than one (1) no more than ten (10), and the initial Board of Directors of this corporation shall be comprised of one (1) member.

ARTICLE VII

The name and street address of the person who is appointed to act as Director until the first annual meeting of the stockholders or until a successor is elected and shall qualify is Louis Joel Mentor, 1750 N.E. 191 Street, Unit 804, North Miami Beach, Florida 33179.

ARTICLE VIII

The name and address of the initial officer/president of this corporation is Louis Joel Mentor, 1750 N.E. 191 Street, Unit 804, North Miami Beach, Florida 33179.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE X

The maximum number of shares which the corporation shall have the authority to issue is One Thousand (1000) shares of common stock with a par value of fifty (\$0.50) Cents each. The minimum amount of consideration to be received by the corporation for its shares before it shall commence business is Five Hundred (\$500.00) Dollars in cash or property equivalent value.

ARTICLE XI

The address of the registered agent/office of this corporation shall be Louis Joel Mentor, 1750 N.E. 191 Street, Unit 804, North Miami Beach, Florida 33179. Louis Joel Mentor, by his signature below, hereby accepts the duties as registered agent for J & S MENTOR ENTERPRISES, INC.



LOUIS JOEL MENTOR

ARTICLE XII

This Corporation shall indemnify any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at it request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines, settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeal thereof, to which any such person or his legal representative may be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of

indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

IN WITNESS WHEREOF, we, the undersigned, being each of the original subscribers to the capital stock hereinabove named, and for the purpose of forming a corporation pursuant to the corporation law of the State of Florida do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hand and seals at Miami, Dade County, Florida, this 22nd day of June, 2001.



LOUIS JOEL MENTOR, PRESIDENT/REGISTERED AGENT

STATE OF FLORIDA)
 SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to administer oaths and take acknowledgments, personally appeared LOUIS JOEL MENTOR, and registered agent to me well known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledge before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 22nd day of June, 2001.



Notary Public, State of Florida

My Commission Expires:

