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Law Offices of Alan Benes Vlcek

1636 Wambolt Street
Jacksonville, Florida 32202
Phone (904) 353-2840
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EFFECTIVE DATE
10-23-01

FILED

01 OCT 25 AM 7:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 23, 2001

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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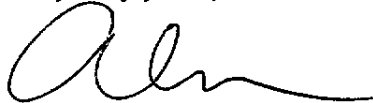
Subject: ATHENA'S by JAYVEE, Inc.

Ladies and Gentlemen:

Enclosed for filing is an original and one (1) copy of the Articles of Incorporation of ATHENA'S by JAYVEE, Inc., and our check for \$ 70.00 for filing fees.

We appreciate your attention to this matter and look forward to receipt of your confirmation of the filing of the Articles.

Very truly yours,



Alan B. Vlcek

Enclosures
ms/

D. BROWN OCT 26 2001

**ARTICLES OF INCORPORATION OF
ATHENA'S by JAYVEE, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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ARTICLE I - NAME

The name of the corporation shall be ATHENA'S by JAYVEE, Inc.

ARTICLE II - PRINCIPLE OFFICE

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

45 West Bay Street
Jacksonville, Florida 32202

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Jayvee Viger
45 West Bay Street
Jacksonville, Florida 32202

ARTICLE V - INCORPORATOR

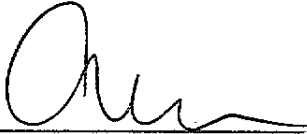
The name and address of the incorporator to these Articles of Incorporation are:

Alan B. Vlcek
1636 Wambolt Street
Jacksonville, Florida 32202

ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Incorporation is October 22, 2001.

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Incorporator

10-23-01

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Registered Agent

10-23-01

Date