

**P010000107825**  
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November 5, 2001

FILED  
01 NOV - 8 PM 12:56  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Department of State  
Division of Corporations  
The Capitol  
Tallahassee, FL 32301

RE: JTS International Distributions, Inc.

Dear Sir/Madam:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is my client's check in the amount of \$78.75 representing payment of the following:

|                    |         |
|--------------------|---------|
| Filing Fee         | \$70.00 |
| Certified Copy Fee | \$ 8.75 |

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-11/08/01--01060--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your courtesies in this matter.

Very truly yours,

  
William R. Barker

WRB:jaf  
cc: Jay Frazier  
Encls

gc 11/8

ARTICLES OF INCORPORATION  
OF  
JTS INTERNATIONAL DISTRIBUTIONS, INC.

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TALLAHASSEE, FLORIDA

**ARTICLE I. CORPORATE NAME**

The name of this corporation is JTS INTERNATIONAL DISTRIBUTIONS, INC., and has its principal place of business at 4119 Vista Lago Circle, #308, Kissimmee, FL 34741.

**ARTICLE II. NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida and this Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$0.10 per share.

**ARTICLE IV. TERM OF EXISTENCE**

This Corporation shall have perpetual existence commencing upon the filing of these Articles.

**ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

JAY FRAZIER  
4119 Vista Lago Circle, #308, Kissimmee, FL 34741

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

## **ARTICLE VI. PREEMPTIVE RIGHTS**

Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

A. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or,

B. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

## **ARTICLE VII. BOARD OF DIRECTORS**

There shall be one director of the corporation; however, such number may be changed as provided in the Bylaws or by law. The name and address of the initial Director of the corporation is:

JAY FRAZIER  
4119 Vista Lago Circle, #308  
Kissimmee, FL 34741

The person named as the initial Director shall hold this office for the first year or until otherwise replaced by a successor.

## **ARTICLE VIII. INCORPORATOR**

The names and street addresses of the persons signing these Articles of Incorporation is:

JAY FRAZIER  
4119 Vista Lago Circle, #308, Kissimmee, FL 34741

TOMAS HICL  
1903 Reef Club, Ste. 204, Kissimmee, FL 34741

**ARTICLE IX. AMENDMENT OF ARTICLES**

The Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE X. INDEMNIFICATION**

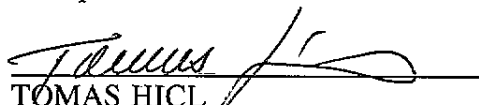
The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE XI. BYLAWS**

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Directors and the Shareholders as provided by law; however, the Shareholders shall not have the power to adopt or amend the Bylaws that fixes a greater quorum or voting requirement for Shareholders than is required by law.

IN WITNESS WHEREOF, the undersigned, as Incorporators has executed the foregoing Articles of Incorporation on the 5<sup>th</sup> of November, 2001.

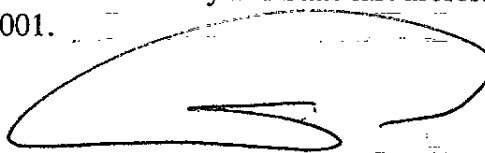
  
JAY FRAZIER  
Incorporator

  
TOMAS HICLER  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public, personally appeared JAY FRAZIER to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation. He produced FL4DRILL F626-436-80-084<sup>9</sup> as identification and an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 5<sup>th</sup> day of November, 2001.



Notary Public

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public, personally appeared TOMAS HICL to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation. He produced FLADRIU, L.C. H240-800-67-1250 as identification and an oath was not taken.

WITNESS my hand and official seal in the County and State last aforesaid this 5<sup>th</sup> day of November, 2001.



Notary Public



William R Barker  
My Commission CC966472  
Expires November 04, 2004

**DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That JTS INTERNATIONAL DISTRIBUTIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office at 4119 Vista Lago Circle, #308, Kissimmee, FL 34741 has named JAY FRAZIER, located at 4119 Vista Lago Circle, #308, Kissimmee, FL 34741, County of Osceola, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-named Corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

  
JAY FRAZIER  
Registered Agent

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of November, 2001, by JAY FRAZIER, who is personally known to me or has produced FLN DRIV LIC R26-436-80-084-0 as identification and who did not take an oath.

  
Notary Public



William R Barker  
My Commission CC966472  
Expires November 04, 2004