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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFTT CORPORATION OR P.A.

JAMES FAMILY ENTERPRISES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05 (6)
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight DEC - 4 2001

**ARTICLES OF INCORPORATION
OF
JAMES FAMILY ENTERPRISES, INC.**

The undersigned, incorporator, for the purpose of forming a corporation under Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation is JAMES FAMILY ENTERPRISES, INC.
herein after referred to as the "Corporation."

ARTICLE II - PRINCIPLE OFFICE AND ADDRESS

The address of the principle office and the mailing address of the Corporation is:

1481 NW 194th STREET
MIAMI, FL 33169

ARTICLE III - DURATION

The period of duration for the Corporation shall be perpetual unless dissolved according to law.

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ARTICLE IV - PURPOSE

The purpose for which the Corporation is organized is to engage in any lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended.

ARTICLE V - AUTHORIZED SHARES

The Corporation is authorized to issue Ten Thousand (10,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI - PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash or any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 1481 NW 194th Street, Miami, FL 33169, and the registered agent at that office is ROOSEVELT JAMES.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The Corporation shall have Eleven (09) Director(s) constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws. The initial Board of Directors of the Corporation shall be comprised of:

Winston Ward
1481 NW 194th St.
Miami, FL 33169

Cosmos James
1481 NW 194th St.
Miami, FL 33169

Gabriel Eshun
1481 NW 194th St.
Miami, FL 33169

Janice Marshall
1481 NW 194th St.
Miami, FL 33169

Roosevelt James
1481 NW 194th St.
Miami, FL 33169

Julian James
1481 NW 194th St.
Miami, FL 33169

Garry James
1481 NW 194th St.
Miami, FL 33169

Jay James
1481 NW 194th St.
Miami, FL 33169

Denyse James
1481 NW 194th St.
Miami, FL 33169

ARTICLE IX - OFFICERS

The officers of the Corporation shall be comprised of:

PRESIDENT
Jay James
1481 NW 194th St.
Miami, FL 33169

VICE-PRESIDENT
Roosevelt James
1481 NW 194th St.
Miami, FL 33169

SECRETARY
Denyse James
1481 NW 194th St.
Miami, FL 33169

TREASURER
Cosmos James
1481 NW 194th St.
Miami, FL 33169

H01000118299 6

ARTICLE X - INCORPORATOR

The incorporator of the Corporation is as follows:

ROOSEVELT JAMES

IN WITNESS WHEREOF, I, ROOSEVELT JAMES, have signed these
Articles of Incorporation on this 30 day of November, 2001, and acknowledge the
same to be my act.


ROOSEVELT JAMES.

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H01000118299 6

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

Pursuant to the provisions of Chapter 48.091 and 607.0501 of the Florida Statutes,
the following is submitted, in compliance with said Acts:

First - That JAMES FAMILY ENTERPRISES, INC. desiring to organize
under the laws of the State of Florida with its principal office as indicated in the Articles
of Incorporation in the City of Miami, County of Miami-Dade, State of Florida, has
named ROOSEVELT JAMES at 1481 NW 194th Street, Miami, FL 33169 in the
City of Miami, County of Miami-Dade, State of Florida, as its agent to accept service of
process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

Having been named as the 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.

BY: Roosevelt N James
ROOSEVELT JAMES

DATE: 11/30/01

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