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December 21, 2001

DIVISION OF CORPORATIONS

409 East Gaines Street

Tallahassee, FL 32399

RE: JWS Capital Partners, Inc.  
Articles of Incorporation

000004738100--8  
-12/26/01-01072--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir/Madam:

Enclosed please find one (1) original and a copy of the Articles of Incorporation for the above-referenced company. Kindly file the Articles and return a copy in the self-addressed, stamped envelope.

My firm's trust check is also enclosed in the amount of \$78.75 for your filing fee. Should you have any questions, please do not hesitate to contact me.

Yours truly,

ZORAN D. JOVANOVICH, ESQ.

ZDJ/md

Encls.

ARTICLES OF INCORPORATION

OF

**JWS CAPITAL PARTNERS, INC.**

FILED  
01 DEC 26 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned being a natural person, does hereby act an incorporator in adopting and filing the following articles of incorporation for the purposes of organizing a business corporation in Florida.

ARTICLE I.

The name of the Florida Corporation is JWS Capital Partners, Inc.

ARTICLE II.

The existence of the corporation shall begin on the date on which these Articles of Incorporation are first filed with the Department of State of Florida and shall be perpetual thereafter. The purpose of this Florida corporation is to engage in the buying and selling of real property.

ARTICLE III.

The principal office and mailing address of the corporation is as follows:

374 Prairie Rose Lane  
Boca Raton, FL 33487

ARTICLE IV.

The capital stock of the Florida corporation shall be 12,000 shares of common stock without par value. All Common Shares shall be identified with each other in every respect and the holders of the Common Stock shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The 12,000 shares of common stock shall be distributed as follows:

Zoran D. Jovanovich	- 4,000 common shares
Dorian A. Winthrop	- 4,000 common shares
Mark Sansonette	- 4,000 common shares

ARTICLE V.

The address of the initial registered office of this Florida corporation is:

374 Prairie Rose Lane  
Boca Raton, FL 33487

The name of the initial registered agent at that address is: Dorian A. Winthrop

ARTICLE VI.

The business of the Corporation shall be managed by its board of directors. The initial board of directors shall consist of three (3) members. The name and address of the member of the first board of directors are:

Zoran D. Jovanovich	- 9355 S.W. 8 <sup>th</sup> Street, #320, Boca Raton, FL 33428
Dorian A. Winthrop	- 374 Prairie Rose Lane, Boca Raton, FL 33487
Mark Sansonette	- 374 Prairie Rose Lane, Boca Raton, FL 33487

ARTICLE VII.

The names and street addresses of the persons signing these articles of incorporation and their title are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Zoran D. Jovanovich	9355 S.W. 8 <sup>th</sup> Street, #320 Boca Raton, FL 33428	Treasurer
Dorian A. Winthrop	374 Prairie Rose Lane Boca Raton, FL 33487	President
Mark Sansonette	374 Prairie Rose Lane Boca Raton, FL 33487	Vice-President

ARTICLE VIII.

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

**IN WITNESS WHEREOF**, the undersigned incorporators have executed these articles of incorporation on this 13 day of December, 2001.

  
\_\_\_\_\_  
ZORAN D. JOVANOVIH

  
\_\_\_\_\_  
DORIAN A. WINTHROP

  
\_\_\_\_\_  
MARK SANSONETTE

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for JWS Capital Partners, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute Section 607.0501(3).

  
\_\_\_\_\_  
**DORIAN A. WINTHROP**

Date: December 13, 2001

**FILED**  
**01 DEC 26 PM 1:31**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**