

TRANSMITTAL LETTER

PO2000010478

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

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-01/24/02--01022--009
*****78.75 *****78.75

SUBJECT: Johnny Hancock Enterprises, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 JAN 24 AM 10:18

FILED

FROM: Lewis Hancock
Name (Printed or typed)

411 Lighthouse Drive
Address

Palm Beach Gardens, Fl. 33410
City, State & Zip

561-662-4928
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
JOHNNY HANCOCK ENTERPRISES, INC.

ARTICLE ONE - NAME

The name of the corporation is Johnny Hancock Enterprises, Inc.

ARTICLE TWO - PRINCIPAL OFFICE

The principal business address shall be:
411 Lighthouse Drive
Palm Beach Gardens, Florida 33410

The mailing address will be:
411 Lighthouse Drive
Palm Beach Gardens, Florida 33410

ARTICLE THREE- SHARES

CAPITAL STOCK. The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having no par value per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE FOUR- REGISTERED AGENT

The street address of the initial registered office of this corporation is:
411 Lighthouse Drive
Palm Beach Gardens, Florida 33410

And the name of the initial registered agent of this corporation at that address is:

Lewis Hancock

ARTICLE FIVE- INCORPORATOR

The name and address of the incorporator of these articles of corporation is:

Lewis Hancock
411 Lighthouse Drive
Palm Beach Gardens, Florida 33410

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE SIX- PURPOSE

The corporation is organized as corporation for any lawful purpose not specifically prohibited to corporations under the applicable laws of the State of Florida, including, but not limited to the purchase, sale, trading, financing and development of real and personal properties for profit, and the corporation shall be authorized in connection therewith to carry on any lawful business.

ARTICLE SEVEN- PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE EIGHT- LOST OR DESTROYED CERTIFICATES

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE NINE- AMEMDMENT

These Articles of Incorporation may be amended as provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Article of Incorporation be made.

ARTICLE X – NUMBER OF BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the bylaws of the Corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may be authorized and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE ELEVEN – INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member, who shall be:

Lewis Hancock

ARTICLE TWELVE – INDEMNIFY AND EXPENSES

The corporation shall indemnify, or advance reasonable expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (I) is or was a director of the corporation; (ii) is or was serving a the request of the corporation as a director of another corporation; (iii) is or was an officer of the corporation, provided that he is or was at the time a director of the corporation; (iv) is or was serving at the request of the corporation as an officer of another corporation, provided that he is or was at the time a director of the corporation or a director of such other corporation, serving a the request of the corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, threatened to be made, a party to any action, suit, or proceedings by reason of the fact that he is or was an officer, employee or agent of the corporation, partnership, joint venture, trust or other enterprise. No person falling within the Preview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE THIRTEEN – INCORPORATOR

The undersigned hereby executes the Articles of Incorporation, this 18 day of JANUARY, 2002

Lewis Hancock



CONSENT OF APPOINTMENT OF REGISTERED AGENT

To: Secretary of State
Corporation Commissioner
State of Florida

I, LEWIS HANCOCK, hereby consent to serve as Registered Agent for the corporation
JOHNNY HANCOCK ENTERPRISES, INC.

This 18 day of January 2002

Lewis Hancock: Lewis Hancock

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TALLAHASSEE FLORIDA