

**CORPORATE  
ACCESS,  
INC.**

**P0200000/0655**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) **S + C Holding Company, Inc.**  
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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 29, 2002

CORPORATE ACCESS, INC.

SUBJECT: S & C HOLDING COMPANY, INC.  
Ref. Number: W02000002525

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1/29/02  
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We have received your document for S & C HOLDING COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Joey Bryan  
Document Specialist  
New Filing Section

Letter Number: 402A00005138

RECEIVED  
02 JAN 30 AM 10:23  
DIVISION OF CORPORATION

**Articles of Incorporation**

**of**

T & J HOLDING ENTERPRISES, INC.

The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. CORPORATE NAME**

The name of this Corporation is:

T & J HOLDING ENTERPRISES, INC.

**ARTICLE II. MAILING ADDRESS OF CORPORATION**

The mailing address of this Corporation is:

880 NW 115<sup>th</sup> Avenue  
Plantation, FL 33325

**ARTICLE III. CAPITAL STOCK**

The aggregate number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred Thousand (100,000) shares of common stock having a par value of \$.001 per share. The Board of Directors of this Corporation shall have the power to divide and issue the Common Stock into one or more series and to determine the limitation and relative rights of each such series, consistent with the laws of the State of Florida. Shares of one series may be issued as a share dividend in respect of shares of another series.

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**ARTICLE IV. COMMENCEMENT AND TERM OF EXISTENCE**

This Corporation shall commence its corporate existence on January 28, 2002. This Corporation shall have perpetual existence.

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

The street address of the initial registered office of this Corporation in the State of Florida and the Corporation's initial registered agent at that office shall be:

Mann & Wolf, LLP  
4300 N. University Drive  
Suite C-203  
Sunrise, Florida 33351

**ARTICLE VI. BOARD OF DIRECTORS**

This Corporation shall have one (1) director(s). The number of directors may be increased or decreased from time to time as provided in the By-Laws, but shall never be less than one (1).

**ARTICLE VII. INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Mann & Wolf, LLP  
4300 N. University Drive  
Suite C-203  
Sunrise, Florida 33351

**ARTICLE VIII. AMENDMENT**

These Articles of Incorporation may be amended in the manner prescribed by law, except that upon the issuance of shares, every amendment must be approved by the Board of Directors of the

Corporation before it is submitted to the shareholders of the Corporation for their approval.

**ARTICLE IX. INDEMNIFICATION**

Except as may otherwise be provided in the Bylaws of this Corporation, this Corporation shall indemnify its incorporators, officers and directors to the fullest extent permitted by law either now or hereafter in effect.

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of January 28, 2002.

Mann & Wolf, LLP

By:



\_\_\_\_\_  
Andrew L. Mann, Partner

**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 48.091 and  
607.0501 of the Florida Statutes:

Having been appointed registered agent of T & J HOLDING ENTERPRISES, INC.

in its Articles of Incorporation, at the place  
designated in such Articles of Incorporation, the undersigned  
hereby agrees to act in this capacity and affirms that it is  
familiar with, and accepts, the obligations of such position.

Mann & Wolf, LLP

By: 

Andrew L. Mann, Partner

Dated: January 28, 2002

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