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Division of Corporations

P.01

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Florida Department of State  
Division of Corporations  
Public Access System  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**JMJ USA INC.**

Certificate of Status	0
Certified Copy	0
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ARTICLES OF INCORPORATION  
OF  
JMJ USA INC.

The undersigned incorporator hereby execute these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

ARTICLE 1. NAME

The name of the Corporation is: JMJ USA INC.

ARTICLE 11. NATURE OF BUSINESS

The Corporation may engage in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other State, Country, Territory or Nation.

ARTICLE 111. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$ 1.00 per share.

ARTICLE 1V. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial principal office of this Corporation in the State of Florida is.:  
900 S. NORTH LAKE DRIVE  
HOLLYWOOD, FL. 33019

ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is.: JAMES FURLONG  
170 SE. 5TH. AVENUE  
DANIA BEACH, FL. 33004

Which is also known as the registered office.

JAMES FURLONG  
499 E. Sheridan ST.# 202  
Dania Fl.33004  
TEL 954-9250435

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#### ARTICLE V11. DIRECTORS

The Corporation shall have Three directors. The number of directors may be increased or diminished from time to time, by By-laws adopted by the stockholders, but shall never be less than one. The name of the directors are James Furlong, Johanne Laplante and Marcel Theriault

#### ARTICLE V111. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

#### ARTICLE 1X. PREEMPTIVE 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 X. INCORPORATORS

The name and address of the person signing these Articles is:

JAMES FURLONG  
170 SE. 5TH. AVENUE  
DANIA BEACH, FL 33004

#### ARTICLE X1. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

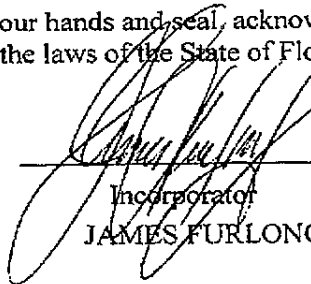
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IN WITNESS WHERE OF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 28TH. day of FEBRUARY 2002

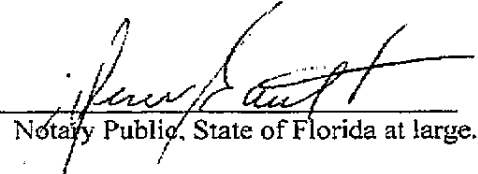
STATE OF FLORIDA     )  
                                  :SS  
COUNTY OF BROWARD )

  
\_\_\_\_\_  
Incorporator  
JAMES FURLONG

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared: JAMES FURLONG known to me to be the person described as Incorporator of and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the State and County named above this 28H. day of FEBRUARY 2002

My Commission Expires:

  
\_\_\_\_\_  
Notary Public, State of Florida at large.



Denis Gauthier  
Commission # DD-025199  
Expires June 24, 2003  
Bonded Firm  
Atlantic Bonding Co., Inc.

I JAMES FURLONG by execution hereof, accept the designation as Registered Agent of this Corporation

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