

702000077957

SUBJECT: JANE C. BYERS HOLDINGS INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

check payable to Department of State
\$87.50 Filing Fee, Certified Copy and Certificate of status

FROM: JANE C. BYERS

6315 BISCHOFF ROAD

WEST PALM BEACH FL 33413

(561)- 756-3215

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FILED
02 JUL 17 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

bm 7/18

ARTICLES OF INCORPORATION
OF
JANE C. BYERS HOLDINGS CORP.

FILED
02 JUL 17 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, have executed the following document as incorporator of the above named corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **JANE C. BYERS HOLDINGS CORP.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing of the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have

the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL PRINCIPAL OFFICE AN AGENT

The street address of the initial principal office of this corporation is 6315 BISCHOFF ROAD WEST PALM BEACH FLORIDA 33413, and the name of the initial registered agent of this corporation at that address is JANE C. BYERS HOLDINGS CORP. of 6315 BISCHOFF ROAD WEST PALM BEACH FLORIDA 33413.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses for the initial Board of Directors of this corporation are:

Title: CEO-PRESIDENT
Name: JANE C. BYERS
Address: 6315 BISCHOFF ROAD
WPB FLORIDA 33413

ARTICLE VIII - INCORPORATORS

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

Name: JANE C. BYERS
Address: 6315 BISCHOFF ROAD
WPB FLORIDA 33413


ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2, day of JULY 2002.


JANE C. BYERS, Subscriber

STATE OF FLORIDA)

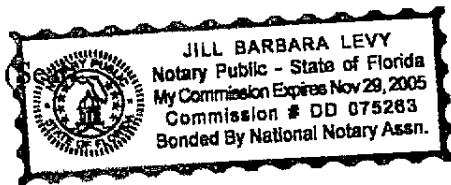
COUNTY OF PALM BEACH)

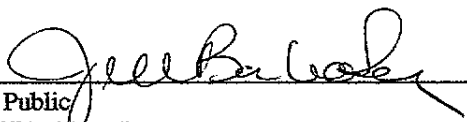
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JANE C. BYERS, who proved to me by identification that he is the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed such Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal

in the State of Florida and County of Palm Beach Florida aforesaid, this 2 day of JULY
2005.

My commission expires November 29, 2005.






Notary Public
State of Florida at Large

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION COMPANY
SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A
REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF
FLORIDA.

FIRST THAT JANE C. BYERS HOLDINGS INC. DESIRING TO
ORGANIZE OR QUALIFY UNDER THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT 6315 BISCHOFF ROAD, WPB FLORIDA 33413, HAS
NAMED JANE C. BYERS OF 6315 BISCHOFF ROAD, WPB FLORIDA 33413, STATE
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


JANE C. BYERS -REGISTERED AGENT

DATED: JULY 2, 2002

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02 JUL 17 AM 9:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA