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To:

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

J & H ACQUISITION CORP

Certificate of Status	0
Certified Copy	1
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7/31/02
7/31/02 11:27 AM

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ARTICLES OF INCORPORATION

Of

J & H Acquisition Corp

ARTICLE I

NAME

The name of this corporation is J & H Acquisition Corp, located at 7040 W. Palmetto Park Road # 4-323, Boca Raton, FL 33433.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

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 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

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.

Richard L. Shoemaker, CPA
612 NE 26th Street
Wilton Manors, FL 33305-1208
Telephone (954) 630-3138

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TALLAHASSEE, FLORIDA

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 612 NE 26th Street, Wilton Manors, FL 33305-1208 and the name of the initial registered agent of this corporation at that address is Richard L. Shoemaker, CPA. The undersigned registered agent is accepting service for J & H Acquisition Corp this ____ day of July, 2002.


Richard L. Shoemaker, CPA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

NAME	ADDRESS
Harold J. Greenfield	1510 NW 109 th Terrace Pembroke Pines, FL 33026
Judi H. Greenfield	1510 NW 109 th Terrace Pembroke Pines, FL 33026

ARTICLE VIII

INCORPORATION

The names and addresses of the persons signing these Articles are:

NAME	ADDRESS
Harold J. Greenfield	1510 NW 109 th Terrace Pembroke Pines, FL 33026
Judi H. Greenfield	1510 NW 109 th Terrace Pembroke Pines, FL 33026

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

TOTAL P.04

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ARTICLE X


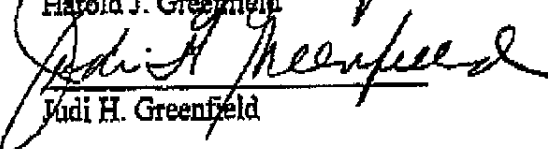
AMENDMENT

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

IN WITNESS WHEREOF, The undersigned subscribers have executed these Articles of Incorporation this 31ST day of July, 2002.

STATE OF FLORIDA)

COUNTY OF BROWARD)

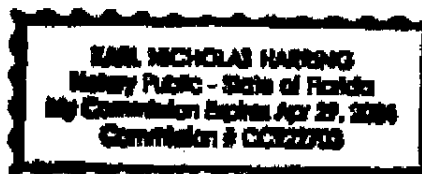

Harold J. Greenfield

Judi H. Greenfield

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Harold J. Greenfield Personally Known X OR Produced Identification _____ Type of Identification Produced _____ and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he(they) acknowledged before me that he(they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 31ST day of July, 2002.


Notary Public
State of Florida at Large

My commission expires:



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