

Division of Corporations

Page 1 of 3

FO2880126238

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000231651 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : BROAD AND CASSEL-WPB
Account Number : I19990000010
Phone : (561) 832-3300
Fax Number : (561) 655-1109

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 NOV 27 AM 10: 01

FLORIDA PROFIT CORPORATION OR P.A.

JAMESTOWN HOLDINGS CORP.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

12-2-02

NOV-27-02 WED 03:14 AM

BROAD AND CASSEL WPB

FAX NO. 561 6551109

FILED STATE
SECRETARY OF CORPORATION
02 NOV 27 AM 10:01

(H02000231651 9)

**ARTICLES OF INCORPORATION
OF
JAMESTOWN HOLDINGS CORP.**

The undersigned, as incorporator, hereby forms a corporation with the meaning of the applicable provisions of Chapter 607, Florida Statutes:

**ARTICLE I
NAME**

The name of the corporation is JAMESTOWN HOLDINGS CORP. (the "Corporation").

**ARTICLE II
DURATION**

The Corporation shall exist commencing on the date of filing of these Articles of Incorporation with the Florida Secretary of State, and the Corporation's existence shall be perpetual.

**ARTICLE III
PURPOSE**

The Corporation is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a corporation under the laws of Florida.

**ARTICLE IV
PLACE OF PRINCIPAL OFFICE**

The mailing address and the street address of the Corporation's principal office is: 905 East Martin Luther King, Jr. Drive, Suite 110, Tarpon Springs, Florida 34689.

**ARTICLE V
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is John A. Porreca. The street address of the initial registered agent of the Company is: 905 East Martin Luther King, Jr. Drive, Suite 110, Tarpon Springs, Florida 34689

**ARTICLE VI
CAPITAL STOCK**

The Corporation is authorized to issue 1000 shares of common voting stock with a par value of \$.001 per share. The holders of issued and outstanding shares shall be entitled to preemptive rights within the meaning of Chapter 607, Florida Statutes.

(H02000231651 9)

WPB11CORPREG101670.1
311830021

(H02000231651 9)

ARTICLE VII
DIRECTORS

The Corporation shall have a Board of Directors consisting of not less than one (1) Directors. The initial Director of the Corporation is:

John A. Porreca 905 E. Martin Luther King, Jr. Dr.
Suite 110
Tarpon Springs, Florida 34689

ARTICLE VIII
AMENDMENT TO ARTICLES OF INCORPORATION AND BYLAWS

The majority vote of the issued and outstanding common shares of the Corporation shall be required to adopt, alter, amend, or repeal these Articles of Incorporation and the By-laws of the Corporation.

ARTICLE IX
INCORPORATOR

The name and address of the incorporator is:

John A. Porreca 905 E. Martin Luther King Jr. Dr.
Suite 110
Tarpon Springs, Florida 34689

The undersigned executed these Articles of Incorporation on the 27th day of November, 2002.


John A. Porreca, Incorporator

(H02000231651 9)

NOV-27-02 WED 03:15 AM BROAD AND CASSEL WPB

FAX NO. 561 6551109

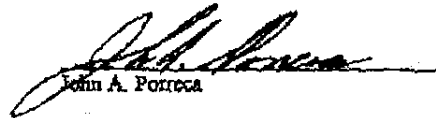
P. 04

(H02000231651 9)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 NOV 27 AM 10:02

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


John A. Potreca

Dated: November 27, 2002

(H02000231651 9)

-3-
WPB(1206)PBC(10473)
01/20/02