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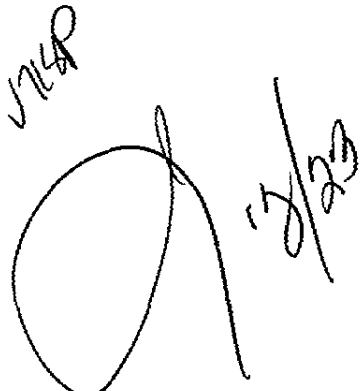
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FLORIDA PROFIT CORPORATION OR P.A.

jo-jo's, inc.



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FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 20, 2002

EMPIRE

SOUTH FLORIDA,

SUBJECT: JO-JO'S, INC.
REF: W02000035509

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
JO-JO'S SOUTH FLORIDA, INC.

(5)

ARTICLE I-NAME

The name of the corporation is JO-JO'S SOUTH FLORIDA, INC.

ARTICLE II- PRINCIPAL OFFICE

The address of the principal office and the mailing
address of the corporation is 679 RACQUET CLUB ROAD,
WESTON, FL 33326

ARTICLE III- SHARES

The corporation shall be authorized to have 1,000 shares
of common stock each having a par value of \$1.00, and each of
which shall be entitled to one vote, as issued.

ARTICLE IV- registered AGENT

The corporation's initial registered office shall be
679, RACQUET CLUB ROAD, WESTON, FLORIDA and the Registered
Agent at this address shall be JOSEPH MENNELLA.

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ARTICLE V - INCORPORATOR

The incorporator of the corporation is JOSEPH MENNELLA
Whose address is 679 RACQUET CLUB RD, WESTON, FL 33326

ARTICLE VI- PURPOSES

The nature of the business to be transacted, or the
purposes to be promoted or carried on by the corporation are
as follows:

- (a) To conduct a general business, providing
general services related to transportation,
consulting, investing and managing small businesses and real
estate.
- (b) To own, purchase, mortgage and sell and otherwise
dispose of automobiles and motor vehicles which might be used
in connection with the company's business.
- (c) To build, construct, maintain any type of building
and otherwise mortgage and dispose of said buildings in any
matter whatsoever in connection with the company's business,
to engage in the repair, alterations, conditions and
demolishment of any building connected with this company's
business.

(d) To acquire by subscription, purchase, or otherwise, to hold for investment or for resale, to sell, pledge, hypothesize, and in all ways deal with stocks, script, bonds, consoles, debentures, mortgages, notes, trust receipts, certificate of indebtedness, interim receipts, and other obligations and securities of corporation, private, public, quasi-public, or municipal, foreign or domestic. To collect the interest and dividends on its holdings and the principal thereof when due. To do all things suitable and proper for the protection, conservation, or enhancement of the value of stocks, securities, evidences of indebtedness, or other properties held by it, including the exercise of the right to vote thereon. To bid upon and purchase at foreclosure or at other sales, public or private, real property and rights of interests therein of all kinds. This corporation, domestic or foreign, and issue in exchange therefor its stocks, bonds or other obligations.

(e) To engage, make and perform contracts of any kind and description in carrying on its business for the purpose of obtaining or furthering any of its specific objects here in above enumerated, to do any and all things which a co-partnership- or natural persons could do and exercise and in any state, possession or territory of the United States of America or anywhere else in the world as may not be especially prohibited by laws of the State of Florida and the United States of America.

The undersigned incorporate has executed these Articles of Incorporation this 20th of December, 2002.


JOSEPH MENNELLA
679 RACQUET CLUB RD
WESTON, FL 33326

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JO-JO'S SOUTH FLORIDA, INC.

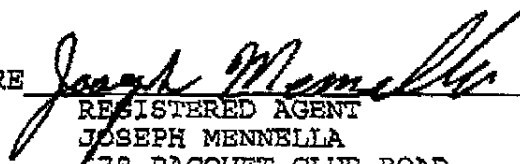
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FIRST THAT JO-JO'S SOUTH FLORIDA, INC. DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION HAS NAMED JOSEPH MENNELLA OF 679 RACQUET CLUB ROAD, WESTON, FLORIDA, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF FLORIDA PROCESS WITHIN THE STATE.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


REGISTERED AGENT
JOSEPH MENNELLA
679 RACQUET CLUB ROAD
WESTON, FL 33326

PREPARED BY:
GARY TEPPERMAN C.P.A.
17120 ARVIDA PARKWAY SUITE #3
WESTON, FL. 33326
(954) 384-0244

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