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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Law Offices of
Bennett S. Cohn
1800 Old Okeechobee Road
Suite 200
West Palm Beach, Florida 33409

Telephone: (561) 472-2890
Facsimile: (561) 472-2891
Email: bennettcohn@bcohnlaw.com

December 27, 2002

VIA FEDERAL EXPRESS #8360 6112 5674

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Incorporation of JAFRE Properties, Inc.

Gentlemen:

Enclosed please find enclosed the following:

1. Original and one copy of Articles of Incorporation
2. Check in the amount of \$78.75 representing the filing fee and certified copy fee

Please return the certified copy to me at your earliest convenience. Thank you.

Sincerely,



Bennett S. Cohn

BSC:bsc

Enclosures as stated

**ARTICLES OF INCORPORATION
OF
JAFRE PROPERTIES, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I

The name of the corporation shall be JAFRE PROPERTIES, INC., hereinafter referred to as the "corporation."

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

This corporation has the authority to issue five hundred (500) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is 1800 Old Okeechobee Road, Suite 200, West Palm Beach, FL 33409. The board of directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time as provided in the by-laws.

ARTICLE VIII

The name and street address of the incorporator and member of the first board of directors is:

Fred L. Shasteen, Sr.
6282 Carthage Circle, North
Lake Worth, FL 33467

This director shall hold office until the first annual meeting or until his successors are elected or appointed and qualified as provided in the by-laws.

ARTICLE IX

The registered agent for service of process within this state shall be Bennett S. Cohn, whose street address is 1800 Old Okeechobee Road, Suite 200, West Palm Beach, FL 33409.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 27th day of
December 2002.

Fred L. Shasteen Sr.
Fred L. Shasteen, Sr.

STATE OF FLORIDA }

COUNTY OF PALM BEACH}

The foregoing instrument was acknowledged before me this 27th day of
December, 2002, by Fred L. Shasteen, Sr., who is personally known to me and who did
not take an oath.

Barbara D. Cohn
Notary at Large

My Commission Expires:

{Seal}



CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

A handwritten signature in black ink, appearing to read "B. S. Cohn", written over a horizontal line.

Bennett S. Cohn
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA