

P03000046950

(Requestor's Name)

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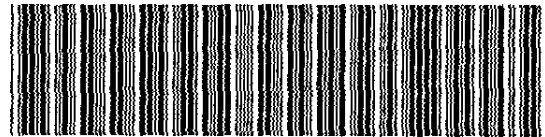
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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04/17/03--01022--008 **78.73

RECEIVED
03 APR 17 PM 9:26
STATE
DIVISION
TALLAHASSEE, FLORIDA

FILED
03 APR 17 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-11040

nc 4/28

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

JM + Associates, Inc.

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC.1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 17, 2003

CAPITAL CONNECTION

SUBJECT: J.M. & ASSOCIATES, INC.
Ref. Number: W03000011060

We have received your document for J.M. & ASSOCIATES, INC. and your check(s) totaling \$78.73. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 603A00023165

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

03 APR 28 PM 3:20

RECEIVED

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

FILED

03 APR 17 PM 4:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

J.A.M. & ASSOCIATES, INC.

The undersigned subscribers to these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

J.A.M. & ASSOCIATES, INC.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business and the general nature of the businesses to be transacted by this corporation shall include, but not limited to:

- (a) Energy products and waste disposal products;
- (b) To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.
- (c) To conduct business in, have one or more offices in, and buy, hold mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida, and in all other states, districts, territories, countries or colonies.
- (d) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property of other instruments to secure the payment of corporate indebtedness

as required.

(e) To purchase the corporate assets of any corporation and engage in the same or other character of business.

(f) To acquire by purchase, subscription or otherwise, and to receive, hold, own, guarantee, sell, assign, exchange, underwrite, transfer, mortgage, pledge or otherwise dispose of or deal in and with any of the shares of the capital stock, or any voting trust certificates in respect of the shares of capital stock, scrip, warrants, rights, debentures, notes, trusts, receipts, and other securities, obligations, chooses in action and evidence of indebtedness or interest issued or created by any corporation, joint stock companies, syndicates, associations, firms, trusts, or persons, public or private, or by the government of the United States of America, or by any foreign government, or by any state, territory, province, municipality, or other political subdivision or by a governmental agency, and as owner thereof to possess and exercise all the rights, power and privileges of ownership, including the right to execute consents and note thereon, and to do any all acts and things necessary or advisable for the preservation, protection, improvement and enhancement in value thereof.

(g) In general, to carry on any other business in connection with the foregoing, and to have and exercise all the powers conferred by the laws of Florida upon corporations formed under its laws, and to any or all things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7500 shares of common stock with a par value of \$1.00.

All the aforementioned stock is to be issued as fully paid for and exempt from assessment.

The capital stock may be paid for in money, property, labor or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purposes.

The capital stock is being issued pursuant to section 1244 of the Internal Revenue Code, the pertinent provisions of which are hereby incorporated herein reference and made a part hereof.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V.

INITIAL REGISTERED OFFICE AND

REGISTERED AGENT

The street address of the initial registered offices of this corporation is 2230 Suntrust International Center, 1 Southeast 3rd Avenue, Miami, Florida 33131 and the name of the initial registered agent of this corporation at that address is Andrew W. Horn, Esq. The Board of Directors may, from time to time, move the registered office to any other addresses in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have (1) director initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the By-Laws, but shall never be less than one (1).

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation, and any person who serves at the request of this corporation as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be effected or invalidated by the fact that any of the directors of the corporation are peculiarly or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be party to, or may be peculiarly or otherwise interested in, any contract or transaction of the corporation, provided that the fact he or such firm so interested shall be disclosed or shall have been known to the Board of directors or such members thereof as shall be present at any meeting of the Board at

which action upon any such contract or transaction shall be taken; and any director of the corporation who is also a director or officer of such other corporation or is interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation may vote at said meeting to authorize any such contract or transaction, with like force and effect as if he were not a director or officer of the other corporation(s) or not so interested.

ARTICLE VII. INITIAL DIRECTOR AND OFFICER

The name and street address of the initial director and initial officers of this corporation are:

Kimberley Brooks Hollingsworth (President/Secretary)
One S.E. 3rd Avenue, Suite 2230
Miami, Florida 33131

ARTICLE VIII. INCORPORATORS


The name and street address of the Incorporator, being subscriber of these Articles of Incorporation is:

Ms. Kimberley Brooks Hollingsworth
One S.E. 3rd Avenue, Suite 2230
Miami, Florida 33131

ARTICLE IX. CORPORATION'S PRINCIPAL OFFICE

The principal office of the corporation is One S.E. 3rd Avenue, Suite 2230, Miami, Florida 33131. The office of the registered agent of the corporation is located at 2230 Suntrust International Center, 1 Southeast 3rd Avenue, Miami, Florida 33131.

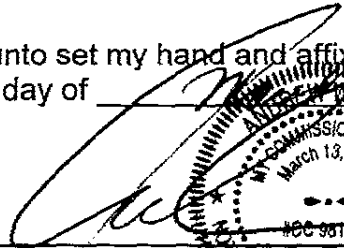
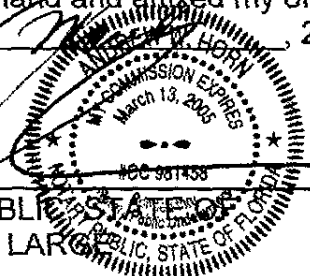
IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation this 18th of March, 2003.


J.M. & Associates, Inc.

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, _____, who is personally known to me to be the person who executed the foregoing Articles of Incorporation or who produced the following identification _____ and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 18th day of _____, 2003.



NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

My commission expires:

Articles of Incorporation

Page 7

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091 FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

FIRST--THAT J.A.M. & ASSOCIATES, INC.
(Name of Corporation)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT
CITY OF MIAMI, One S.E. 3RD Avenue, Suite 2230, Miami, Florida 33131.
STATE OF FLORIDA, HAS NAMED

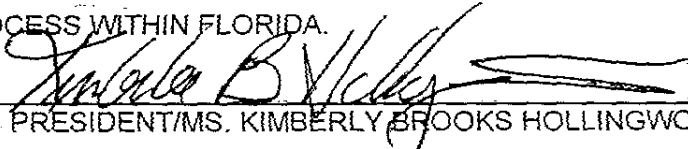
ANDREW W. HORN, ESQ.
(Name of Registered Agent)

2230 Suntrust International Center, 1 S.E. 3rd Avenue
(Street Address and Number of Building)
(P.O. Box Addresses are not acceptable)

CITY OF MIAMI, STATE OF FLORIDA, AS ITS AGENT TO
(City)

ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


PRESIDENT/MS. KIMBERLY BROOKS HOLLINGWORTH

TITLE

PRESIDENT

DATE

March 18, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE
PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE


ANDREW W. HORN, ESQ.

DATE

March 18, 2003

FILED
03 APR 17 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA