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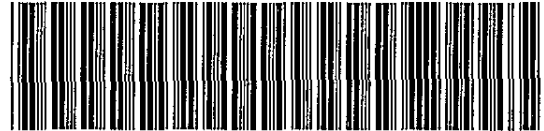
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TALLAHASSEE, FLORIDA

## J. ALAN COX


ATTORNEY-AT-LAW

1660 METROPOLITAN CIRCLE  
TALLAHASSEE, FLORIDA 32308-3731

(850) 298-4444  
FACSIMILE: 298-4435

OF COUNSEL TO:  
MACLEAN AND EMA  
POMPANO BEACH, FLORIDA

**TO:** Department of State *(By hand delivery)*  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**FROM:** J. Alan Cox 

**DATE:** May 9, 2003

**RE:** Brothers J, Inc.

### MEMORANDUM

Enclosed for filing please find the original Articles of Incorporation for Brothers J, Inc. I confirmed the availability of this name with your office yesterday afternoon. In addition, I have furnished the requisite photocopy for your purposes as well as a second true and correct copy that I would appreciate having you date stamp and return to me.

My firm check No. 6107, payable for \$70.00 to "Florida Department of State," also is enclosed to defray the filing fee.

Your kind attention to this request is greatly appreciated. Please contact me if you have any questions or require anything further at this time.

JAC/  
enclosures as noted

cc: John Jusko  
Jason Jusko

**ARTICLES OF INCORPORATION**  
**OF**  
**BROTHERS J, INC.**

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FILED  
03 MAY -9 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of a corporation for profit.

**ARTICLE I.**  
**NAME**

The name of this corporation shall be Brothers J, Inc.

**ARTICLE II.**  
**GENERAL NATURE OF BUSINESS**

The objects and purposes of the corporation are of a general nature: to conduct such lawful businesses and carry on such transactions as the shareholders shall deem appropriate from time to time. The corporation specifically shall have the power(s) to make and perform contracts of any kind and description, and for the purpose of attaining any other of the objectives of the corporation; to conduct any other business and to do and perform any other act or thing now or hereafter authorized by law; to conduct any and all other business and to do and perform any other act or to do any other thing which a partnership, other entity, or even a natural person could do and exercise, and which are now or hereafter may be authorized by law; and, generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove delegated or implied to Brothers J, Inc..

**ARTICLE III.**  
**CAPITAL STOCK**

The total number of shares of capital stock which may be issued by this corporation shall be one thousand (1,000), with par value of one dollar (\$1.00) per share. All such stock shall be common stock and shall be fully paid and nonassessable. All such stock shall be payable in cash, property, labor, or services at a just valuation (to be fixed by the Board of Directors at the organizational meeting to be held after the granting of the charter herein applied for).

Shares held by shareholders may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation in accordance with the terms and conditions set forth in a written Shareholder Agreement. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

**ARTICLE IV.**  
**AMENDMENTS TO BY-LAWS**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto and any rights conferred upon the shareholders are subject to this reservation.

The power to adopt, alter, amend or repeal by-laws shall be vested solely in the shareholders. Amendments may be accomplished by a simple majority vote of all outstanding shares.

**ARTICLE V.**  
**AMOUNT OF CAPITAL TO BEGIN BUSINESS**

The amount of capital with which this corporation shall begin business is \$100.00.

**ARTICLE VI.**  
**PERPETUAL EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VII.**  
**NUMBER OF DIRECTORS**

The number of Directors of this corporation shall be not less than one (1) or more than five (5).

**ARTICLE VIII.**  
**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation and its mailing address shall be 2821 Sharer Road, Tallahassee, Florida 32312.

**ARTICLE IX.  
DIRECTORS**

The names and post office addresses of the first Board of Directors of this corporation, who shall hold office until their successors are elected and qualified, shall be:

John J. Jusko	2821 Sharer Road Tallahassee, Florida 32312
C. Jason Jusko	2821 Sharer Road Tallahassee, Florida 32312

**ARTICLE X.  
OFFICERS**

The names and post office addresses of each of the officers of this corporation, who shall hold office until their successors are elected, are:


President	John J. Jusko 2821 Sharer Road Tallahassee, Florida 32312
Vice President, Secretary, and Treasurer	C. Jason Jusko 2821 Sharer Road Tallahassee, Florida 32312

**ARTICLE XI.  
INCORPORATOR**

The name and mailing address of the incorporator is as follows:

John J. Jusko	1120 Lochknoll Court Tallahassee, Florida 32312
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IN WITNESS OF THE FOREGOING, we have hereunto set our hands and seals and acknowledged to be filed in the Office of the Secretary of State the foregoing Articles of Incorporation, effective the 8<sup>th</sup> day of May, 2002.

  
John J. Jusko, Incorporator

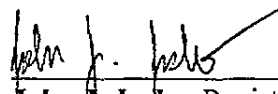
**CERTIFICATE DESIGNATING REGISTERED OFFICE  
AND REGISTERED AGENT**

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

Brothers J, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated John J. Jusko, located at 1120 Lochknoll Court, Tallahassee, Florida 32312, as its initial statutory registered agent to accept service of process and perform such other duties as are required within the State of Florida.

**ACKNOWLEDGMENT:**

Having been named to accept service of process and serve as registered agent for the above stated corporation, at the office address designated in this Certificate, the undersigned, hereby agrees to act in this capacity, and agrees to comply with the provisions of Sections 48.091 and 607.0501, Florida Statutes, relative to maintaining and keeping open the office, and further states he is familiar with and accepts the obligations of the applicable statutes for registered agents of Florida corporations.

  
John J. Jusko, Registered Agent

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03 MAY -9 PM12:11  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA