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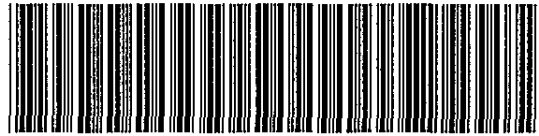
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**MARK T. TATE, P.A.**

ATTORNEY AT LAW

212 South Magnolia Avenue  
Tampa, Florida 33606

Telephone (813) 254-6677  
Facsimile (813) 254-2706  
E-Mail: mark@mtate.com

July 2, 2003

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: J. G. Brokers, Inc.

Dear Sir/Madam:

Enclosed please find the original executed Articles of Incorporation for the above-referenced corporation. Please file these Articles and return to me a certified copy. Also enclosed please find a check in the amount of \$78.75 for the filing fee.

Please call with any questions you may have regarding the same.

Best regards,



Mark T. Tate

MTT:scm  
Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**

03 JUL -7 AM 11:02

**OF**

**J. G. BROKERS, INC.**

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this corporation shall be:

J. G. Brokers, Inc.

The principal office and mailing address of this corporation shall be 12118 Glencliff Circle, Tampa, FL 33626-2538, or such other address within the State of Florida as the Board of Directors may from time to time designate.

**ARTICLE II**

**Existence of Corporation**

This corporation shall begin existence effective on July 1, 2003 and shall have perpetual existence.

**ARTICLE III**

**Purposes**

This corporation may engage in the transaction of any and all lawful business for which corporations are formed under the laws of the State of Florida.

## **ARTICLE IV**

### **General Powers**

The corporation shall have power:

- (a) To own, conduct and otherwise operate businesses within the State of Florida, and such other location(s) as the corporation shall lawfully be permitted to do so.
- (b) To sue and be sued, complain, and defend in its corporate name.
- (c) To purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located.
- (d) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property.
- (e) To lend money to, and use its credit to assist, its officers and employees in accordance with applicable Florida Statutes.
- (f) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity.
- (g) To make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations, and to secure any of its obligations by mortgage or pledge of any of its property and income, and make contracts of guaranty and surety ship which are necessary or convenient to the conduct, promotion, or attainment of the business of the corporation.

(h) To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment.

(i) To elect directors and appoint officers, employees, and agents of the corporation and define their duties, fix their compensation, and lend them money and credit.

(j) To make and amend bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State of Florida, for managing the business and regulating the affairs of this corporation.

(k) To make payments or donations or do any other act not inconsistent with law that furthers the business and affairs of the corporation.

(l) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, share bonus plans, share option plans, and benefit or incentive plans for any or all of its current or former directors, officers, employees, and agents and for any or all of the current or former directors, officers, employees, and agent of its subsidiaries.

(m) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his or her death shares of its stock owned by the shareholder or the heirs of such shareholder.

(n) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

## **ARTICLE V**

### **Capital Stock**

(a) The total number of shares of capital stock authorized to be issued by the corporation (the "Shares") shall be 10,000 shares of common capital stock having a par value of \$0.01 per share. Each of the said Shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of the Shares may be paid for in cash, in property, or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

## **ARTICLE VI**

### **Registered Office and Registered Agent**

The street address of the corporation's initial registered office is 1106 North Franklin Street, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is Andres Prida. The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

## ARTICLE VII

### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall consist of one (1) member and the name and address of such person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Joseph N. Greco	12118 Glenclyff Circle Tampa, FL 33626-2538

## ARTICLE VIII

### Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

## ARTICLE IX

### Incorporator

The name and address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Mark T. Tate	212 S. Magnolia Avenue Tampa, FL 33606

IN WITNESS WHEREOF, the undersigned, has executed these Articles for the uses and purposes therein stated.



Mark T. Tate, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of July, 2003, by  
**MARK T. TATE**, as Incorporator, who is personally known to me or who has produced N/A  
       as identification and who did not take an oath.

Susan C. Moore  
Susan C. Moore  
Print Name

Notary Public

My Commission Expires:



Susan G. Moore  
Commission # CC 925890  
Expires April 13, 2004  
Bonded Through  
Atlantic Bonding Co., Inc.



**CERTIFICATE OF ACCEPTANCE**

Having been named to accept service of process for the above stated corporation, at the place designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.

Signature: \_\_\_\_\_

Andres Prida  
Registered Agent

03 JUL -7 AM 11:02

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 2nd day of July, 2003, by **ANDRES PRIDA**, as Registered Agent, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did not take an oath.

Susan C. Moore  
Susan C. Moore  
Print Name

Notary Public

My Commission Expires:



Susan G. Moore  
Commission # CC 925890  
Expires April 13, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.