

07/31/2003 11:42 FAX 407 839 3635

KILLGORE PEARLMAN

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

-JDM Holdings Corp.
JDMAC

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 31, 2003

KILLGORE PEARLMAN STAMP ORNSTEIN & SQUIRES

SUBJECT: JDM HOLDINGS CORP.
REF: W03000021589

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**ARTICLES OF INCORPORATION
OF
JDM-HOLDINGS CORP.
JDMAC**

**ARTICLE I - NAME
JDMAC**

The name of this corporation is JDM-HOLDINGS CORP. and its principal place of business and mailing address is 1412 Fairway Oaks Drive, Casselberry, Florida 32707.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of voting common stock having a par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 1412 Fairway Oaks Drive, Casselberry, Florida 32707 and the name of the initial registered agent of this corporation at that address is James MacKenney.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is:

John D. "Jack" MacKenney
1412 Fairway Oaks Drive
Casselberry, Florida 32707

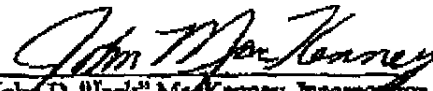
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ARTICLE VII - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

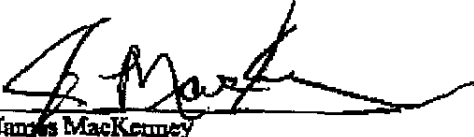
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 10th day of July, 2003.


John D. "Jack" MacKenney, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for JDM HOLDINGS CORP. hereby accepts such appointment this 10th day of July, 2003, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.

JDMAC


James MacKenney

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