

**P03000128713**

Florida Department of State  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

SUZANNE M. McLAUGHLIN

Account Name : CNL FINANCIAL GROUP, INC.  
Account Number : 113615003626  
Phone : (407) 650-1000  
Fax Number : (407) 650-1065

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**FLORIDA PROFIT CORPORATION OR P.A.**

**JMS Investments, Inc.**

Certificate of Status	1
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11-40-3



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 7, 2003

CNL FINANCIAL GROUP, INC.

SUBJECT: JMS INVESTMENTS, INC.  
REF: W03000033014

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

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

Name conflict with L02000031096

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White  
Document Specialist  
New Filings Section

FAX Aud. #: W03000312368  
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ARTICLES OF INCORPORATION  
OF  
JMS GROWTH EQUITIES, INC.

ARTICLE I - NAME

The name of this corporation is JMS GROWTH EQUITIES, INC.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the corporation shall be 450 S. Orange Avenue, Orlando, Florida 32801-3336, and the mailing address shall be P.O. Box 4920, Orlando, FL 32802-4920.

ARTICLE III - PURPOSE AND GENERAL POWERS

The purposes of the Corporation shall be to engage in any and all lawful activities permitted under the Florida Business Corporation Act, as the same now exists and has hereafter amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock having a par value of One and No/100 Dollar (\$1.00).

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 450 S. Orange Avenue, Orlando, Florida 32801-3336, and the name of the initial registered agent of this corporation at that address is Linda A. Scarcelli.

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one (1). The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
James M. Seneff Jr.	450 S. Orange Avenue Orlando, FL 32801

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are as follows:

Linda A. Scarcelli	450 S. Orange Avenue Orlando, FL 32801
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ARTICLE VIII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its directors, officers, employees, and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by them on behalf of the Corporation except for willful misconduct or gross negligence. The foregoing indemnification shall not limit further indemnification under the Bylaws of the Corporation or by separate agreement.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of  
Incorporation this 7th day of November, 2003.

  
Linda A. Scarcelli, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of JMS GROWTH  
EQUITIES, INC.

  
Linda A. Scarcelli, Registered Agent

WAIVER OF SUBSCRIPTION RIGHTS

The undersigned hereby waives any rights of subscription which may have accrued by  
virtue of the undersigned acting as Incorporator of JMS GROWTH EQUITIES, INC.

  
Linda A. Scarcelli, Incorporator