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#### ARTICLES OF INCORPORATION

OF

FILED

04 APR -5 AM 9:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. W. MANAGEMENT GROUP, INC.

The undersigned incorporation, being of full age, does herby make and file the Articles of Incorporation under the provisions of the Florida General Corporation Act for the purpose of becoming a corporation and does hereby accept all rights, privileges and obligations conferred and imposed by the laws of the State of Florida.

## ARTICLE I-NAME

The name of this corporation is **J W MANAGEMENT GROUP, INC.**with it principal address at 2304 Bottega Lane, Unit 303, Brandon, Florida 33511.

# **ARTICLE II-DURATION**

This corporation shall have a perpetual existence unless voluntarily dissolved according to law.

## **ARTICLE III-PURPOSE**

The purpose of the corporation is to transact lawful business in the State of Florida.

# ARTICLE IV- CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

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

The street address of the initial registered office of this corporation is 2304 Bottega Lane, Unit 303, Brandon, Florida 33511, and the name of the initial registered agent of this corporation is JEFFREY R. AYERS, 2304 Bottega Lane, Unit 303, Brandon, Florida 33511.

#### ARTICLE VI-PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as which he already holds, shall have the right to purchase his prorate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VII-BYLAWS**

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

#### ARTICLE VIII-INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may either increase or decrease from time to time by the bylaws but shall never be less than one (1) nor more than five (5). The name and address of the initial directors of this corporation is:

NAME ADDRESS

JEFFREY R. AYERS 2304 Bottega Lane, Unit 303, Brandon, Florida 33511

WILLIAM MEDINA 2003 Goldendale Court, Brandon, Florida 33511

### **ARTICLE IX-INCORPORATOR**

The name and address of the person signing these Articles is:

NAME ADDRESS

JEFFREY R. AYERS 2304 Bottega Lane, Unit 303, Brandon, Florida 33511

#### ARTICLE X-AMENDMENT

This incorporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of

Incorporation the \_

Day of

2004

JEFFREY RAYERS

Above signature acknowledges acceptance

As Registered Agent

# STATE OF FLORIDA COUNTY OF HILLSBOROUGH

**BEFORE ME**, personally appeared **JEFFREY R. AYERS**, who has produced proper identification, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation freely and voluntarily.

Donna Gill
Commission #DD277070
Expires: Dec 22, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

NOTARY PUBLIC