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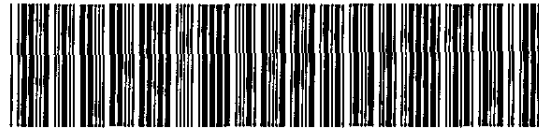
(Business Entity Name)

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CLARK COUNTY, FLORIDA

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CLARK COUNTY REGISTRATIONS
TALLAHASSEE, FLORIDA

Way-22798

06/12/04
3



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 739956 134074A

AUTHORIZATION :

Florida Projects

COST LIMIT : \$ 78.75

ORDER DATE : June 11, 2004

ORDER TIME : 2:54 PM

ORDER NO. : 739956-005

CUSTOMER NO: 134074A

CUSTOMER: Albert J. Vitto, Iii
Saraga & Lipshy, P.a.

201 Northeast First Avenue

Delray Beach, FL 33444

DOMESTIC FILING

NAME: FLORIDA J.H. AND ASSOCIATES,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

RESUBMIT

Please give original
submission date as file date.

June 14, 2004

CSC

SUBJECT: J.H. AND ASSOCIATES, INC.
Ref. Number: W04000022798

We have received your document for J.H. AND ASSOCIATES, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 904A00039806

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA J.H. AND ASSOCIATES, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

The name and principal place of business of the Corporation is:

Florida J.H. and Associates, Inc.
4020 W. Palm Aire Drive, Suite 102
Pompano Beach, FL 33069

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TALLAHASSEE, FLORIDA

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida for corporations.

ARTICLE III

The Capital stock of this Corporation, the par value thereof, and the characteristics of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
100	- 0 -	Common

The consideration for all of the said stock shall be payable in cash, property (real or personal), labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

ARTICLE IV

No shareholder shall have any preemptive right whatsoever, and cumulative voting shall not be permitted.

ARTICLE V

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter, unless sooner dissolved according to law.

ARTICLE VI

The name of the registered agent and the street address of the initial registered office of the Corporation is:

SARAGA & LIPSHY, P.A.
201 N.E. First Avenue
Delray Beach, Florida 33444

ARTICLE VII

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time-to-time unless the stockholders shall, by a majority vote thereafter, determine that the Corporation be managed by the Stockholders.

ARTICLE VIII

The name and address of the first director(s) and officer(s) of the corporation who shall hold office for the first year or until his successor(s) is duly elected and qualified, shall be:

NAME:

ADDRESS:

Joan Handelman, President/ Director

4020 W. Palm Aire Drive, Suite 102
Pompano Beach, FL 33069

Joan Handelman, Vice President/ Director

4020 W. Palm Aire Drive, Suite 102
Pompano Beach, FL 33069

Joan Handelman, Secretary

4020 W. Palm Aire Drive, Suite 102
Pompano Beach, FL 33069

Joan Handelman, Treasurer

4020 W. Palm Aire Drive, Suite 102
Pompano Beach, FL 33069

ARTICLE IX

The name and address of the incorporator is:

Brian Louis Lipshy, Esq.
201 N.E. First Avenue
Delray Beach, Florida 33444

ARTICLE X

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director of such other corporation, or who is so interested, may be counted in determining the existence of quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE XI

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE XII

The Corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act, and except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE XIII

The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-laws may be repealed or amended and new By-Laws may be adopted by either the Board of Directors or the Shareholders.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator herein above named, for the purpose of forming a corporation to do business both within and without the State of Florida under the laws of Florida, make and file these Articles of Incorporation, hereby certifying and declaring that the facts stated herein are true, and hereunto set my hand and seal this 10th day of June, 2004.



Brian Louis Lipshy, Esq.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In compliance with the laws of the State of Florida, the following is submitted:

1. Florida J.H. and Associates, Inc., desiring to organize under the laws of the State of Florida, has named Saraga & Lipshy, P.A. its statutory registered agent.

Having been named the statutory agent of the above-named Corporation at the place designated in this certificate, We hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Saraga & Lipshy, P.A.

By: Brian Louis Lipshy, Co President
Registered Agent

NOTARY PUBLIC
STATE OF FLORIDA

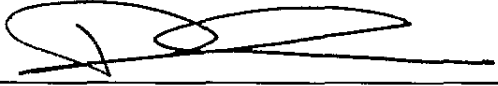
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Dated this 10th day of June 2004.

STATE OF FLORIDA }
 } ss:
COUNTY OF PALM BEACH }

The foregoing instrument was acknowledged before me on this 10th day of June 2004 by Brian Louis Lipshy, who is personally known to me or has produced Florida D/C as identification, as Incorporator and as Co-President of Saraga & Lipshy, P.A. Registered Agent of Florida J.H. and Associates, Inc.



Notary Public, State of Florida

My commission expires:

Daniel Rose

Printed Name of Notary Public

