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**Florida Department of State  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**J B & B ASSOCIATES, INC.**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FL 32310

ARTICLES OF INCORPORATION  
OF  
J B & B ASSOCIATES, INC.

ARTICLE I—NAME

The name of this corporation is J B & B ASSOCIATES, INC.  
The address of this corporation is 19442 NW 7 CT., MIAMI, FL 33169.

ARTICLE II—DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III—PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business under the laws of the State of Florida and the United States of America.

ARTICLE IV—CAPITAL STOCK

This corporation is authorized to issue 750 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V—PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

This election has the legal effect of granting the shareholders a preemptive right on uniform terms and conditions prescribed by the Board, to acquire proportional amounts of J B & B ASSOCIATES, INC. unissued shares after the Board decides to issue new shares. This provision is to protect shareholders from dilution of their proportionate interest, control and value of J B & B ASSOCIATES, INC. stock.

A shareholder may waive his preemptive right upon written notice to the Board and such waiver is irrevocable.

ARTICLE VI—INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 19442 NW 7 CT, MIAMI, FL 33169, and the name of the initial registered agent of this corporation at that address is JOSEPH JEAN BAPTISTE, JR.

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ARTICLE VII—INITIAL BOARD OF DIRECTORS

This corporation shall have ONE director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is: JOSEPH JEAN BAPTISTE, JR. President, Treasurer & Secretary. 19442 NW 7 CT., MIAMI, FL 33169

ARTICLE VIII—INCORPORATORS

The name and address of the Incorporator signing these articles is: JOSEPH JEAN BAPTISTE, JR., 19442 NW 7 CT., MIAMI, FL 33169.

ARTICLE IX—AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator, JOSEPH JEAN BAPTISTE, JR., has executed these Articles of Incorporation on this day of August 2, 2004.

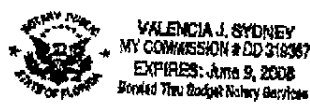
  
\_\_\_\_\_  
JOSEPH JEAN BAPTISTE, JR.

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JOSEPH JEAN BAPTISTE, JR., President of J B & B ASSOCIATES, INC., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this day of August 2, 2004.

  
NOTARY PUBLIC, State of Florida at Large  
Printed Name: VALENCIA J. SYDNEY



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**ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accept service of process for the named corporation, J B & B ASSOCIATES, INC., at the place designated in the Articles of Incorporation, to wit: 19442 NW 7 CT., Miami, Florida 33169. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties. Duly accepted and therefore executed on this day August 2, 2004.

By *Joseph Jean Baptiste, Jr.*  
JOSEPH JEAN BAPTISTE, JR.  
Registered Agent

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