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August 25, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation for JB and PM Florida Properties, Inc.

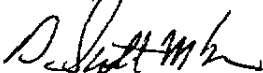
Dear Sir:

Enclosed are the (a) executed and notarized original Articles of Incorporation for subject named company; (b) a true copy of the subject named document; (c) Affidavit of Resident Agent; and (d) check for \$210.00 as payment for the filing fee (\$35.00) for the Articles of Incorporation; \$35.00 for designation of resident agent; \$87.50 for application for registered name; and \$52.50 for a certified copy of such articles.

If these documents are in order, please proceed to have them filed with the Division of Corporations and forward to these offices a certified copy of the aforesaid Articles of Incorporation.

Very truly yours,

McLANE, McLANE & McLANE



D. Scott McLane

DSM:tas
Enclosures

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ARTICLES OF INCORPORATION
of
JB and PM FLORIDA PROPERTIES INC.

The undersigned subscribers to these Articles of Incorporation, hereby agree to form a corporation pursuant to the provisions of Florida Statute 607.

ARTICLE I

The name of the corporation shall be: JB and PM FLORIDA PROPERTIES, INC. and may hereafter in these Articles of Incorporation may be referred to as CORPORATION.

ARTICLE II

The Corporation shall have perpetual existence from the date that the Certificate of Incorporation for these Articles of Incorporation is issued by the Office of the Secretary of State of the State of Florida.

ARTICLE III

The street address of the principal and registered office of this Corporation is 1600 Gulf Blvd. Apt 611, Clearwater, Florida, 34634.

Article IV

The name of the registered agent of the Corporation is:

ROBERT D. REA,
1600 Gulf Blvd. Apt. 611,
Clearwater, Florida.

ARTICLE V

This Corporation is organized for the purpose of real property investing including but limited to the purchase and sale of real property and the conveying of title thereto, executing deeds,

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JM

mortgages, notes, leases, serving as landlord and tenant, subdividing real property, holding title and conveying personal property pertaining to aforesaid real property, and any other purposes not prohibited by the laws of the State of Florida, the United States, or any other state or foreign country in which property of this Corporation is located.

ARTICLE VI

This Corporation is authorized to issue 750 shares of One Dollar (\$1.00) par value capital/common stock.

ARTICLE VII

Each shareholder shall have the right to purchase at market price any subsequently issued treasury stock by the Corporation. The procedure for exercising such right shall be detailed in the By-Laws of this Corporation.

ARTICLE VIII

Shares of capital stock of this Corporation shall be initially issued to the following persons in the amount set opposite their names:

one hundred(100) shares
JOHN B. HAYES and PAMELA MARGARET HAYES, tenants by the
entireties

ARTICLE IX

This corporation shall initially have two Director as provided by Florida Statute 607.114(1). Such Directors shall be elected by the Stockholders of this Corporation. The number of directors may be either increased or decreased under the procedures as provided in the By-Laws of this Corporation, but shall never be less than one.

Article X

The name and address of the initial directors of the Corporation are:

JOHN BARRY HAYES
9 Greenways Dr.
Maidenhead, Berkshire, UK, SL6 5DU

PAMELA MARGARET HAYES
9 Greenways Dr.
Maidenhead, Berkshire, UK, SL6 5DU

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ARTICLE XI

The initial officers of this corporation shall be:
JOHN BARRY HAYES, President and Treasurer
PAMELA MARGARET HAYES, Vice President & Secretary

XII

These Articles of Incorporation may be amended or revoked by a two-thirds (2/3) or larger vote of the Stockholders and the filing of such Amendment or Revocation with the Florida Department of State.

IN WITNESS WHEREOF the undersigned subscriber to these Articles of Incorporation, this 8th day of JULY, 2004

John Barry Hayes
JOHN BARRY HAYES, Subscriber

Pamela Margaret Hayes
PAMELA MARGARET HAYES, Subscriber

Great Britain and Northern Ireland }
London, England } SS
United Kingdom }
Embassy of the United States of America }
Vice Consul

BEFORE ME, the undersigned Notary, appeared JOHN BARRY HAYES and PAMELA MARGARET HAYES, whose photo identities were established by Their Passports, who after being duly sworn and deposed sayieth that the above Articles of Incorporation are true and correct.

WITNESS my hand and official seal this 8th day of JULY 2004.

Mary Daschbach
Notary Public
My Commission Expires:
VICE-CONSUL
UNITED STATES OF AMERICA
LONDON, ENGLAND

COMMISSION INDEFINITE

Three
This document contains.....pages,
Each initialed by the affiant/grantor

PH

AFFIDAVIT OF RESIDENT AGENT

I, the undersigned ROBERT D. REA, a citizen of the State of Florida, who resides at 1600 Gulf Blvd., Apt 611, Clearwater, Florida, 33767, accept the appointment as Resident Agent for JB and PM FLORIDA PROPERTIES INC. and authorize the use of the aforesaid address as the resident agent's address for service of process and other purposes.

I am familiar with the duties imposed on me by Florida Statute 607.0505 as resident agent and accept such obligations.

Dated this 26th day of August, 2004

Robert D. Rea
ROBERT D. REA

State of Florida
County of Pinellas

Sworn to and subscribed before me this date by ROBERT D. REA, WHOSE identity was established by a Florida Drivers License.

This 26th day of Aug, 2004
 Kristine M. Jacobs
Commission #DD318556
Expires: Jun 25, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

Kristine M. Jacobs
Notary
My Commission Expires:

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DIVISION OF REVENUE
STATE OF FLORIDA