

**P05000015564**

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT CORPORATION OR P.A.****J & D ASSOCIATES, INC.**

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## ARTICLES OF INCORPORATION

OF

## J &amp; D GROUP OF SOUTH FLORIDA, INC.

The undersigned, acting as incorporator of J & D GROUP OF SOUTH FLORIDA, INC., a corporation organized under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be: J & D GROUP OF SOUTH FLORIDA, INC.

ARTICLE II

Corporate existence shall begin at the time these Articles are filed with the Department of State. This Corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE III

The purpose for which this corporation is organized is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This corporation shall have the authority to issue one (1) class of stock. The aggregate number of shares that the corporation shall have the authority to issue is 1000 shares of capital stock with a par value of One Dollar (\$1.00) per share.

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ARTICLE V

The street address of the corporate office is: 7700 Congress Avenue, #2110, Boca Raton, FL 33487. The principal office address shall be the same. The name of the registered agent of the corporation is ARTHUR B. D'ALMEIDA, ESQUIRE and the registered agent's address is 105 East Palmetto Park Road, Boca Raton, FL 33432

ARTICLE VI

The initial Board of Directors shall consist of one (2) members. The number of Directors may be increased from time to time by the By-Laws, but shall never be more than five (5) members.

ARTICLE VII

The names and addresses of the persons who shall serve as Directors until the first meeting of Shareholders, or until their successors have been elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
David Bargas	2425 NW 40 <sup>th</sup> Circle Boca Raton, FL 33431
Jesse Friedman	1205 South "M" Street Lake Worth, FL 33460

ARTICLE VIII

The name and address of the initial incorporator is DAVID BARGAS and the principal place of business shall be 7700 Congress Avenue, #2110, Boca Raton, FL 33487.

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**ARTICLE IX**

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE X**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation to do business both within and without of the State of Florida, under the laws of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and does agree to take the number of shares hereinabove set forth and hereunto sets his hand and seal the 27th day of January, 2005.

  
DAVID BARGAS  
Incorporator/Director

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I HEREBY ACCEPT the foregoing designation as Registered Agent outlined in  
Article V.


  
ARTHUR B. D'ALMEIDA  
Registered Agent

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on the 27th day of January, 2005 before me a Notary Public, duly authorized in the State and County aforesaid to take acknowledgments, personally appeared DAVID BARGAS, Incorporator of the foregoing Articles of Incorporation, known to me personally to be such, and I have first made known to him the contents of said Articles, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed and depose that the facts therein stated were truly set forth.



Ellamae Seyboth  
Commission #DD330822  
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Atlantic Bonding Co., Inc.

  
Notary Public, State of Florida  
My Commission Expires:

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