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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 NOV 28 PM 12:58

MRS
11/28

1205-48470

LAW OFFICES OF
MITCH DEVER, P.A.

1813 THOMAS DRIVE
PANAMA CITY BEACH, FLORIDA 32408

MITCH DEVER

ADMITTED
TO PRACTICE
IN FLORIDA & ALABAMA

P.O. BOX 9811
PANAMA CITY BEACH, FL 32417

PHONE (850) 234-5555
FAX (850) 234-7677

October 6, 2005

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: J&S Products, Inc.
Articles of Incorporation

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for the above-captioned corporation. Also, enclosed is my check in the amount of \$70.00 for the filing fee.

Thank you for your assistance and cooperation.

Sincerely,

Mitch Dever

SMD/md
Enclosures

LAW OFFICES OF
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PANAMA CITY BEACH, FLORIDA 32408

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FAX (850) 234-7677

November 1, 2005

Secretary of State
Division of Corporations
New Filings Section
Attention: Ruby Dunlap
Post Office Box 6327
Tallahassee, Florida 32314

Re: J&S Promotions, Inc.
Ref. Number: W05000048470

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for the above-captioned corporation in lieu of J&S Products, Inc. which were returned to me. My check in the amount of \$70.00 for the filing fee was previously sent to you.

Thank you for your assistance and cooperation.

Sincerely,

Mitch Dever

SMD/md
Enclosure



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 24, 2005

MITCH DEVER
PO BOX 9811
PANAMA CITY BEACH, FL 32417

SUBJECT: J&S PRODUCTS, INC.
Ref. Number: W05000048470

We have received your document for J&S PRODUCTS, INC. and your check(s) totaling \$70.00. 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.

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6879.

Ruby Dunlap
Regulatory Specialist
NEW FILINGS

Letter Number: 905A00064427

RECEIVED
05 NOV -7 PM 1:14



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 7, 2005

MITCH DEVER
PO BOX 9811
PANAMA CITY BEACH, FL 32417

SUBJECT: J&S PROMOTIONS, INC.
Ref. Number: W05000048470

We have received your document for J&S PROMOTIONS, INC. and your check(s) totaling \$70.00. 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.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6879.

Ruby Dunlap
Regulatory Specialist
NEW FILINGS

Letter Number: 905A00064427

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 NOV 28 PM 12:58

J&S PRODUCTS OF BAY COUNTY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be:

J&S Products of Bay County, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal business address of this corporation shall be:

8103 Panama City Beach Parkway
Panama City Beach, Florida 32407

The principal mailing address of this corporation shall be:

8103 Panama City Beach Parkway
Panama City Beach, Florida 32407

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Jerry Walters
8103 Panama City Beach Parkway
Panama City Beach, Florida 32407

ARTICLE V - INCORPORATORS

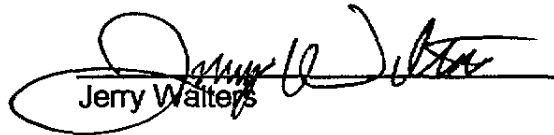
The name and street address of the incorporator to these Articles of Incorporation is:

Jerry Walters
8103 Panama City Beach Parkway
Panama City Beach, Florida 32407

ARTICLE VI - PURPOSE

The primary purpose of this corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Florida.

The undersigned incorporator has executed these Articles of Incorporation this 22 day
of Nov., 2005.


Jerry Walters

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE** 05 NOV 28 PM 12:58

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in the designating the registered office/registered agent, in the State of Florida.

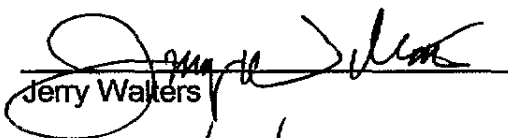
1. The name of the corporation is:

J&S Products of Bay County, Inc.

2. The name and address of the registered agent and office is:

Jerry Walters
8103 Panama City Beach Parkway
Panama City Beach, Florida 32407

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Jerry Walters
11/22/05

Date