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Florida Department of State

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From:

: BRENNER & DIENSTAG, P.A. Account Name

Account Number : 120010000124 Phone

: (305)670-7810

Fax Number

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December 23, 2005

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BRENNER & DIENSTAG PA

SUBJECT: JB & AC, INC. REF: W05000056272

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

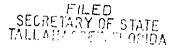
The required electronic filing cover sheet was not submitted with the document. Please resubmit the document with the electronic filing cover sheet.

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.

If you have any further questions concerning your document, please call (850) 245-6855.

Tammy Hampton Document Specialist New Filing Section FAX Aud. #: E05000290105 Letter Number: 605A00073369

P.O BOX 6327 - Tallahassee, Florida 32314



05 DEC 23 AM 11:30

ARTICLES OF INCORPORATION

<u>OF</u>

JB & AC, INC.

ARTICLE I - NAME

The name of this corporation is JB & AC, INC, a Florida corporation.

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 the practice of law and transacting any or all lawful business for which corporations may be incorporated under Chapter 621 and as same incorporates Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 share of One Dollar (\$1.00) per value common stock, which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICER AND AGENT

The street address of the initial registered office of this corporation is 9200 S. Dadeland Blvd., Suite 509, Miami, Florida 33156, and the name of the initial registered agent of this corporation at that address is Richard Brenner.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Directors 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 1 Director. The name(s) and address(es) of the initial Board of Director(s) of this corporation are:

JASON R. BRENNER

9200 S. Dadeland Blvd., Suite 509, Miami, Florida 33156

AARON CASTELLANOS

9200 S. Dadeland Blvd., Suite 509, Miami, Florida 33156

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

JASON R. BRENNER

9200 S. Dadeland Blvd., Suite 509, Miami, Florida 33156

ARTICLE VIII - 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 has executed these Articles of Incorporation on the day of December 2005.

JASON R. BRENNER, Incorporator

STATE OF FLORIDA

)33.

COUNTY OF MIAMI-DADE)

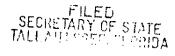
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Jason R. Brenner, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this day of December 2005.

NOTARY PUBLIC, State of Florida

My Commission Expires:

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05 DEC 23 AM 11:30

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with chapter 621 and Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 9200 S. Dadeland Blvd., Suite 509, Miami, Florida 33156, has named RICHARD M. BRENNER as its agent to accept service of process within Florida.

Dated: Dury 2

ASON R. BRENNER, Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept 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.

RICHARD M. BRENNER,

Registered Agent

Forms/Art.incor.J&A.doc