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DANIEL P. ROCK, P.A.

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(727) 848-5440

A GENERAL PRACTICE FIRM EMPHASIZING
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INJURY/WRONFUL DEATH AND ALL TYPES
OF MEDIATIONS

*Daniel P. Rock, Esquire
Tom Carey, Esquire, of Counsel
Jodi Leisure, Esquire, of Counsel
James Magazine, Esq., of Counsel*

February 13, 2006

Florida Department of State
Document Examiner
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

RE: J & D ENTERPRISES OF PASCO, INC.

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. Please process these Articles of Incorporation immediately, and return the certified copy of the articles to this office at your earliest possible convenience.

I am enclosing herewith a check in the amount of \$78.75 to cover the cost of the filing fee, etc.

Should you have any questions, please feel free to contact me.

Sincerely yours,



Daniel P. Rock

Enclosures

DPR/naa

ARTICLES OF INCORPORATION

OF

J & D ENTERPRISES OF PASCO, INC.

FILED
06 FEB 17 11:32:22
SECRETARIAL STAFF
TALLAHASSEE, FLA.

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: **J & D ENTERPRISES OF PASCO, INC.**

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is as follows:

- (a) To carry on in any capacity and business or trade deemed legal in the State of Florida.
- (b) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and to execute such mortgages, transfers or corporate property, or other instruments to secure the payment(s) of corporate indebtedness as required.
- (c) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and be erected, on

any lands owned, held or occupied by the corporation, buildings or other structures, now or hereafter erected on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporations. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved, or any right or interest therein.

- (d) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful, in the equipment, furnishings, improvement, development, or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by this corporation.
- (e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- (f) To become a partner with any person or persons, corporation, or any other business entity and engage in the same or other or any character of business legal in the State of Florida.
- (g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- (h) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

- (I) To carry on any or all of its operations and business, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.
- (J) To do any or all of the things herein set forth to the same extent as natural persons might or could do; and in any part of the world as principals, agents, contractors or otherwise, alone or in company with others, and to do and perform all such things and acts as may be necessary, profitable or expedient in carrying on any of the business or acts above named.

The intention is that none of the objects and powers as herein above set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses and in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is **ONE HUNDRED (100) shares of common stock, each share having a par value of TEN and NO/100 DOLLARS (\$10.00)**. Said authorized shares may be divided into voting and non-voting shares before issuance by action of the Board of Directors; provided, however, that in the event such designation is specifically made by the Board of Directors, said stock shall be deemed voting.

Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this Corporation shall begin business is not less than **ONE THOUSAND and NO/100 DOLLARS (\$1,000.00)**.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at: **5511 Manatee Point Drive, New Port Richey, Florida 34652**

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII - RESIDENT AGENT AND REGISTERED OFFICE

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **J & D ENTERPRISES OF PASCO, INC.**, desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the **City of New Port Richey, County of Pasco**, has named **JAMIE LYNNE WHALEY**, located at **5511 Manatee Point Drive, New Port Richey, County of Pasco, State of Florida 34652**, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

08 FEB 17 11 3 22
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


JAMIE LYNNE WHALEY
Resident Agent

ARTICLE VIII - DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE IX - INITIAL DIRECTORS

The names and street addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

JAMIE LYNNE WHALEY
5511 Manatee Point Drive
New Port Richey, Florida 34652

DAVID GEORGE WHALEY
5511 Manatee Point Drive
New Port Richey, Florida 34652

ARTICLE X - SUBSCRIBERS

The names and street addresses of the subscribers to this Articles of Incorporation, the number of shares agreed to take and the value of the consideration therefor are as follows:

NAME	ADDRESS	SHARES	AMOUNT
JAMIE LYNNE WHALEY	5511 Manatee Point Drive New Port Richey, FL 34652	50	\$1000.00
and			Tenants by Entireties
DAVID GEORGE WHALEY	5511 Manatee Point Drive New Port Richey, FL 34652		

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon filing of same with the Secretary of State.

ARTICLE XII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the Board of

Directors, proposed by them to the stockholders, and approved at a Stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain Amendment to these Articles of Incorporation may be made.

**IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledged and filed the foregoing Articles of Incorporation under the
Laws of the State of Florida, this 13TH day of February 2006.**

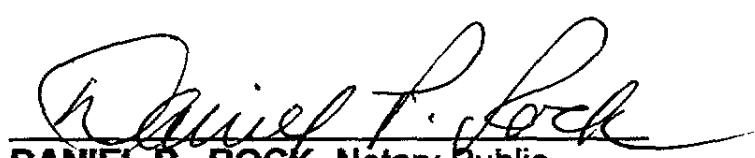
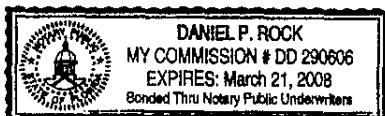


JAMIE LYNNE WHALEY
Incorporator

STATE OF FLORIDA:
COUNTY OF PASCO:

BEFORE ME, the undersigned Notary Public, personally appeared **JAMIE LYNNE WHALEY**, to me well known and known to me to be the individual described in and first being duly sworn, executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this the 13th day of February 2006.



DANIEL P. ROCK, Notary Public
STATE OF FLORIDA, at Large
Commission Number: DD 290606
Commission Expires: 3/21/2008