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SHERIFF OF STATE  
TALLAHASSEE FLORIDA

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EDWARD J. BLATT  
443  
445 Grant Street  
Dunedin, Florida 34698  
727-736-0880

FILED

2006 MAR -7 AM 8:34

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

March 3, 2006

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Filing of Articles of Incorporation  
for J. B. EDWARDS & ASSOCIATES, INC.

To Whom It May Concern:

Enclosed find the original and one copy of the Articles of Incorporation, together with money order #394339305 in the amount of eighty-seven and 050/100 dollars (\$87.50) for J. B EDWARDS & ASSOCIATES, INC.

The amount of \$87.50 represents the following:

Filing Fee	\$35.00
Designation of Registered Agent	35.00
Certified Copy	8.75
Certificate of Status	<u>8.75</u>

Total Enclosed: \$87.50

Sincerely,



Edward J. Blatt

Enclosures

EFFECTIVE DATE

3/6/00

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## ARTICLES OF INCORPORATION

OF

## J. B. EDWARDS & ASSOCIATES, INC.

The undersigned incorporates, 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 the Corporation shall be: J. B. EDWARDS & ASSOCIATES, INC.

### ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

6,000 shares of One Dollar (\$1.00) par value common stock.

### ARTICLE IV PRINCIPAL OFFICE

The principal place of business of this corporation is: 443  
445 Grant Street  
Dunedin, Florida 34698

and the mailing address is: 443  
445 Grant Street  
Dunedin, Florida 34698

### ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued there under. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## **ARTICLE VI            DURATION    EFFECTIVE DATE**

This corporation shall exist perpetually, commencing as of March 6, 2006.

## **ARTICLE VII            LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## **ARTICLE VIII            INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:      Edward J. Blatt  
~~443~~  
445 Grant Street  
Dunedin, Florida 34698

## **ARTICLE IX            INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Edward J. Blatt  
~~443~~  
445 Grant Street  
Dunedin, Florida 34698

## **ARTICLE X            INCORPORATOR**

The name and address of the Incorporator is:      Edward J. Blatt  
~~443~~  
445 Grant Street  
Dunedin, Florida 34698

The undersigned has hereunto set his hand on this 6 day of March, 2006.

Incorporator:

Edward J. Blatt  
Edward J. Blatt

**CERTIFICATE OF DESIGNATION**

**OF**

**FILED**  
**2006 MAR - 7 AM 8:35**

**REGISTERED OFFICE/REGISTERED AGENT** REGISTRY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to Section 607-0501, The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **J. B. EDWARDS & ASSOCIATES, INC.**

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

Edward J. Blatt  
445 Grant Street  
Dunedin, Florida 34698

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.

Edward J. Blatt

Edward J. Blatt

3/6/06

Date