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COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: J. A. BROOKS ENTERPRISES, INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)								
	(PROPOSED CORPORA	ATE NAME – <u>MUST INCL</u>	UDE SUFFIX)					
Enclosed are an orig	inal and one (1) copy of the art	icles of incorporation and	a check for:					
\$70.00 Filing Fee	Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PPY REQUIRED					
FROM: JEREMY A. BROOKS Name (Printed or typed) 10010 59 th Avenue N Address ST. Petersburg FL 33708 City, State & Zip								
				727-439-0119 Daytime Telephone number				

NOTE: Please provide the original and one copy of the articles.

December 8, 2008

ARTICLES OF INCORPORATION

BY THESE ARTICLES OF INCORPORATION, the subscribers form a corporation under Florida Law.

- 1. **NAME.** The name of the corporation is: J. A. Brooks Enterprises, Inc.
- 2. PRINCIPAL ADDRESS. 10010 59th Avenue N, St. Petersburg, FL 33708
- 3. **NATURE OF BUSINESS.** The corporation may engage in any activity or business permitted under the laws of the United States or this State or both.
- 4. **CAPITAL STOCK.** The corporation is authorized to issue 1000 shares of common stock. The board of Directors may dispose of the authorized but unissue3d stock from time to time.
- 5. **INITIAL CAPITAL.** The corporation will begin business with capital of \$500.00
- 6. **TERM.** The corporation shall exist perpetually.
- 7. **REGISTERED OFFICE ADDRESS.** The registered address of the corporation in Florida is **10010 59th Avenue N, St. Petersburg, FL 33708.** It may be changed to any other location in Florida by the Board of Directors from time to time. The Registered Agent at this address is Jill Ewell
- 8. **DIRECTOR.** The corporation shall have one (1) director initially. The number may change from time to time by the stockholders.
- 9. **INITIAL DIRECTOR.** The name and street address of each member of the first Board of Director is

Jeremy Brooks 10010 59th Avenue N, St. Petersburg, FL 33708

10. **OFFICERS.** The names of the initial officers of the corporation are:

Jeremy Brooks Jill Ewell

President Secretary/Treasurer 11. **SUBSCRIBER.** The name and street address of each subscriber to these Articles of Incorporation is:

Jeremy Brooks 10010 59th Avenue N, St. Petersburg, FL 33708

- 12. **ORGANIZATION.** The subscriber or his assignee shall organize the corporation after approval of these Articles of Incorporation by the Department of State and shall adopt initial by laws for the corporation.
- 13. **BYLAWS.** After adoption of the initial bylaws under the preceding article, bylaws may be adopted, amended or repealed by the stockholders of the corporation. The Board of directors may adopt bylaws, subject to the stockholders' approval at their next ensuing meeting, but the bylaws adopted by the Board of Directors shall not conflict with those adopted by the stockholders.
- 14. **REGISTERED RESIDENT AGENT.** The corporation designates Jill Ewell, as its agent to accept service of process within this State.
- 15. **STOCK RESTRICTIONS.** By agreement, the stockholders and the corporation may restrict or limit the sale or transfer, or both, of stock of the corporation, grant preemptive rights of the purchase to each other and prescribe the terms and limitations of the rights, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The bylaws may provide for transfer on the corporate books in conformity with the agreement.
- 16 CONFLICT OF INTEREST. No transaction between the corporation and one or more directors or officers or between this corporation and any other corporation, from or from an association in which one or more of the directors of officers of this corporation are directors or officers or are financially interested shall be either void or violable because the director or officer concerned is present at the meeting of the Board of Directors, or a committee of it, that authorized or approves the transaction or that his vote is counted for the authorization or approval of the transaction or for a quorum if the common directorship, office holding or financial interest is disclosed or known to the board of directors or committee.

DATED this S Day of Oec. 2008

y A Brooks

Jeremy Brooks

STATE OF FLORIDA

Jill Ewell
STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this __day of ____2008, by Jeremy Brooks, as President of J. A. Brooks Enterprises Inc., a Florida corporation on behalf of the corporation. He is personally known to me (or has produced identification) and Jill Ewell as Secretary/Treasurer of J. A. Brooks Enterprises Inc., a Florida corporation on behalf of the corporation. She is personally known to me (or has produced identification).

Notary Public Margie Kay Jenkens

Printed Name State of Florida at Large (Seal) My Commission I

H.X. A. F. S. F. S. F. My Commission DD595816

Expires 09/17/2010

CONSENT OF RESIDENT AGENT

HAVING BEEN NAMED to accept service of process for this corporation at the place designated in the foregoing Articles, the undersigned accepts the designation.

Jill Ewell

09 JAN -7 AM IO: 55
SECRETARY OF STATE