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ALEXANDER & ASSOCIATES

Financial Consultants

PETER A. ALEXANDER, P.A. 7139 Third Avenue, South St. Petersburg, Florida 33707 Tel/fax: (727) 347-0160

November 15, 2011

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

Re: JP ADAMS ENTERPRISES, INC.

Gentlemen:

Enclosed please find the following:

- 1. Original and copy of certificate of Organization and Resident Agent Certificate; and
- 2. Check number 4578 in the amount of \$87.50 representing the necessary fees and certified copy of certificate.

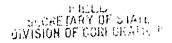
Thank you for your anticipated courtesy and cooperation.

Very truly yours.

PETER A ALFXANDER

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ARTICLES OF INCORPORATION

BY THESE ARTICLES OF INCORPORATION, the subscriber form a corporation under Florida law.

- 1. **NAME.** The name of the company is: JP ADAMS ENTERPRISES, INC.
- 2. PRINCIPAL ADRESS. 6363 59th Avenue, N. St. Petersburg, FL. 33709
- 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. <u>CAPITAL STOCK.</u> The corporation is authorized to issue 1000 shares of common stock. The Board of Directors may dispose of the authorized but un-issued stock from time to time.
- 5. **INITIAL CAPITAL.** The Company will begin business with capital of \$1000.00.
- 6. **TERM**. The corporation shall exist perpetually.
- 7. **REGISTERED OFFICE ADDRESS**. The registered address of the corporation in Florida is: 6363 59th Avenue, N., St. Petersburg, Florida 33709, 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 Pamela Adams
- 8. **<u>DIRECTORS.</u>** The corporation shall have (2) directors 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 member meeting is:

Pamela Adams 6363 59th Avenue, N. St. Petersburg, FL. 33709

10. **OFFICERS.** The name of the initial officers of the Company are

Pamela Adams

President

Pamela Adams

Secretary/Treasurer

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

Pamela Adams 6363 59th Avenue, N. St. Petersburg, FL. 33709

- 12. **ORGANIZATION.** The subscriber or his assignee shall organize the Company after the approval of these Articles of Incorporation by the Department of State and shall adopt initial bylaws 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. **REGISTER RESIDENT AGENT.** The Company designates Pamela Adams, 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 the 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 corporations, from or from an association in which one or more of the directors or officers of this corporation are directors or officers or are financially interested shall be either void or voidable 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 | Day of NOV 2011

Pamela Adams

STATE OF FLORIDA

COUNTY OF PINELLAS

Stacey J. J. J. (av. Stacey J. J. Commission # DDB76400 Expires: MAY 25, 2013 BONDED THRU ATLANTIC BONDING CO. INC.

The forgoing instrument was acknowledged before me this $\underline{\hspace{0.1cm}}$ day of $\underline{\hspace{0.1cm}}$ 2011, by Pamela Adams, as president of the JP Adams Enterprises, Inc., a Florida corporation, on behalf of the corporation and he is personally known to me (or has produced as identification).

Notary Public

Printed name State of Florida at Large (Seal) My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA Stacey J. Bowley Commission # DD876456 Expires: MAY 25, 2013 BONDED THEN ATLANTIC BONDING CO., INC.

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.

Pamela Adams

SECRETARY OF STATE
STATISTICAL OF CORPUNATA-