

P95000006406

RAYMOND P. VIRGILIO, CPA
5331 Commercial Way, Suite 100
Spring Hill, Florida 34606
(904) 596-1985 Phone
(904) 596-1070 FAX

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

To Whom It May Concern:

Enclosed please find the Articles of Incorporation for
Janet's Coach, Inc. and my check to cover
the fee.

Please return the approved Articles to us at the above
address. If you have any questions, please do not hesitate
to contact us.

Sincerely,

Raymond P. Virgilio ^{LS}
Raymond P. Virgilio, CPA

RPV/ls

Encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 23 PM 11:38

7000001087417
01/24/95--01015--008
*****70.00 *****70.00

SPC

ARTICLES OF INCORPORATION
OF
JANET'S COACH, INC.

We, the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under the provisions of Chapter 607 of the Statutes of The State of Florida.

ARTICLE I

The Name of this Corporation shall be:

JANET'S COACH, INC.

ARTICLE II

The general nature of the business to be transacted by this Corporation shall be as follows:

- a) To engage in any business or economic pursuit not prohibited by the laws of The State of Florida.
- b) To hold, lease, rent or sell such business or businesses, and to do any and all things necessary and pertinent to said business.
- c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation necessary or incidental to the protection and benefit of the Corporation, and, in general, either alone or in association with others, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the Corporation, whether or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation.

FILED
SECRETARY OF STATE
55 JAN 23 AM 11:38
TALLAHASSEE, FLORIDA

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE III

The authorized capital stock of this Corporation shall consist of FIVE HUNDRED (500) no-par value shares. The transfer of the Corporation shares will be restricted. No share will be transferred, gifted, sold or bequeathed to any person or entity without the unanimous approval of all shareholders of the Corporation.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the directors.

ARTICLE IV

The amount of capital with which this corporation shall begin business is not less than one thousand (\$1000) dollars.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The principal office of this Corporation shall be at:
511 Commercial Way, Suite 107, Gardena Hill, CA 90247.

ARTICLE VII

The number of directors shall be one, but the by laws may provide for such increase or decrease in number thereof as is authorized by law.

ARTICLE VIII

The names and Post Office addresses of the members of the First Board of Directors, the President, Secretary, Vice-President and Treasurer are:

PRESIDENT/SECRETARY/TREASURER: Janet Bohn, 5331 Commercial Way, Suite 109, Spring Hill, Florida 34606

ARTICLE IX

The names and Post Office addresses of the subscribers to this Certificate of Incorporation are:

Janet Bohn, 5331 Commercial Way, Suite 109, Spring Hill, Florida 34606

ARTICLE IX

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation, and creating, dividing, limiting and regulating the powers of the Corporation, its stockholders and directors are hereby adopted as part of this Certificate of Incorporation.

a) No contract or other transaction of the Corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the

Corporation is or are parties to or interested in such contract, act or transaction and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

b.) The corporation will not be dissolved through filing or administratively without the unanimous approval of all the shareholders of the Corporation

WITNESS WHEREOF, the undersigned have made and subscribed to this Certificate of Incorporation at Hernando County, State of Florida, for the uses and purposes aforesaid.



Janet Bohn, President

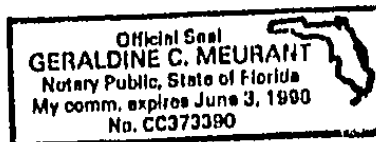
STATE OF FLORIDA)
COUNTY OF HERNANDO)

The foregoing instrument was acknowledged before me this
January 17th, 1995 (date) by Janet Bohn
who have produced *Florida Driver License*
as identification and who did (not) take an oath.

In witness whereof, I have hereunto set my hand and
official seal in the County and State aforesaid, this *17th*
day of *January*, 1995.

My commission expires:
June 3, 1998

Geraldine C. Meurant
Geraldine C. Meurant
Notary Public



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OR PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

JANET'S COACH, INC.

First, that JANET'S COACH, INC. organized
under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation, in the
Town of Spring Hill, County of Hernando, State of
Florida, has named Janet Bohn, situated at 5331 Commercial
Way, Suite 109, Spring Hill, County of Hernando, State of
Florida, as its agent to accept service of process within
this State.

ACKNOWLEDGMENT:

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

Janet Bohn
Janet Bohn

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
55 JAN 23 AM 11:38