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FORT LAUDERDALE, FLORIDA 33311
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P95000007839
January 10, 1995

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

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***122.50 ***122.50

RE: Articles of Incorporation for
J. C. ROGERS CORP.
Our File No. 9142

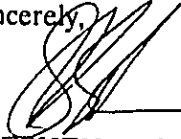
Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced, together with my check in the amount of \$122.50 for filing the same.

If the enclosures are in order, kindly forward a certified copy of the Articles to the undersigned.

Thank you for your cooperation in this regard.

Sincerely,


STEPHEN A. SCHORR
For the Firm

SAS/wrh

Enclosures

H. SIMS JAN 20 1995

WAS-1392

621

FILED
95 JAN 30 AM 9:00
JAN 30 1995
TALLAHASSEE, FL
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 20, 1995

STEPHEN A. SCHORR, ESQUIRE
2101 N ANDREWS AVE, 400
DART BLDG.
FT LAUDERDALE, FL 33311

SUBJECT: J.C. ROGERS CORP.
Ref. Number: W95000001392

FILED
95 JAN 30 PM 9 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for J.C. ROGERS CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Hope Sims
Corporate Specialist

Letter Number: 395A00002404

Completed

**ARTICLES OF INCORPORATION
OF
J. C. ROGERS CORP.**

FILED
95 JUN 30 PM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

J. C. ROGERS CORP.

The principal place of business of this corporation shall be 7388 Valencia Drive, Boca Raton, Florida 33433.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2101 N. Andrews Avenue, Suite 400, Fort Lauderdale, Florida 33311, and the name of the initial registered agent of the corporation at that address is Stephen A. Schorr, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually. The effective date of this corporation is January 31, 1995.

ARTICLE VI. PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of stock of this corporation as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (authorized or issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder of all shares of common stock currently authorized (authorized and issued).

ARTICLE VII. DIRECTORS

This corporation shall have two directors, initially. The names and street addresses of the initial members of the Board of Directors are:

JEROME H. ROGERS, 7388 Valencia Drive, Boca Raton, Florida

CONNIE ROGERS, 7388 Valencia Drive, Boca Raton, Florida

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President - JEROME H. ROGERS

Sec./Treasurer - CONNIE ROGERS

ARTICLE IX. CUMULATIVE VOTING

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said corporation not less than 24 hours prior to the time set for the holding of a shareholders meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

ARTICLE X. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Stephen A. Schorr, Esq., 2101 N. Andrews Ave., #400, Fort Lauderdale, Florida 33311.

ARTICLE XI. CONSENT

Unanimous consent of the stockholders of the corporation shall be required for any shareholder action.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these Articles of Incorporation at Fort Lauderdale, Florida, on the 26th day of January, 1995.


STEPHEN A. SCHORR, ESQ.

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, an officer duly authorized to take

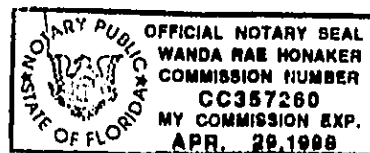
acknowledgments, personally appeared Stephen A. Schorr, Esq., to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 26 day of January, 1995.


Notary Public

My commission expires:

ACKNOWLEDGMENT



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.


STEPHEN A. SCHORR, ESQ.

FILED
95 JAN 30 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA