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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 311-
CONTACT: RAY STORMONT
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(((H95000001308)))
NAME: JNL TRADING COMPANY OF FLORIDA, INC.
FAX AUDIT NUMBER: H95000001308
DATE REQUESTED: 02/01/1995
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FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

February 1, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: JNL TRADING COMPANY OF FLORIDA, INC.
REF: W95000002333

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Loria Poole
Corporate Specialist

FAX Aud. #: H95000001308
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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
JNL TRADING COMPANY OF FLORIDA, INC.

The Undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

JNL TRADING COMPANY OF FLORIDA, INC.

ARTICLE II
NATURE OF CORPORATE BUSINESS

This Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE II
CAPITAL STOCK

The maximum number of share of stock this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV
PREEMPTIVE RIGHTS

Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation no matter when authorized and for whatever consideration is contemplated to be received by the Corporation, including, but not limited to, cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissue of all redeemed or otherwise acquired shares, including the reissue of treasury shares.

ARTICLE V
EXISTENCE

This Corporation is to exist perpetually.

Scott E. Ithkin, Esq.
Fl. Bar No. 370381
(305) 776-4826
6343 N.W. 6th Way
Suite # 210
Ft. Lauderdale, FL 33304

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ARTICLE VI DIRECTORS

The numbers of Directors constituting the initial Board of Directors shall be two (2). The number of Directors may be increased or decreased from time to time by an amendment of the By-Laws, but shall never be less than one (1). The names and addresses of the initial Board of Directors are:

Sohail Quraeshi
133 SW 3rd Avenue
Dania, FL 33004

John W. Lillycrop
133 SW 3rd Avenue
Dania, FL 33004

All Directors of the Corporation shall have the right to vote on all contracts and other transactions of the Corporation regardless of their interests therein and no such contract or other transaction between this Corporation and any one or more of its Directors or shareholders or any other corporation, firm, association, or entity in which one or more of its Directors or shareholders are directors or are financially interested shall be either void or voidable because of such relationship or interest.

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Scott E. Itkin
6363 NW 6th Way, Suite 210
Fort Lauderdale, FL 33309

ARTICLE IX REGISTERED AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Principal Office in the State of Florida are:

Scott E. Itkin
6363 NW 6th Way, Suite 210
Fort Lauderdale, FL 33309

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TOTAL P.05

ACCEPTANCE OF REGISTERED AGENT

Having been named the initial Registered Agent to accept service of process on the Corporation at the initial Registered Office designated in these Articles of Incorporation, I hereby accept such appointment and consent to act in such capacity and agree to comply with all the requirements of law pertaining thereto.



Registered Agent

Scott E. Itkin
6363 NW 6th Way, Suite 210
Fort Lauderdale, FL 33309

IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation, this date: January 30, 1995



Incorporator

Scott E. Itkin
6363 NW 6th Way, Suite 210
Fort Lauderdale, FL 33309

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TALLAHASSEE, FLORIDA

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