

CAPITAL CONNECTION, INC.

117 E. Virginia St., Suite C, Tallahassee, FL 32301, (904) 224 8870
 Mailing Address: Post Office Box 10149, Tallahassee, FL 32302
 TOLL FREE No. 1 800 312 8062
 FAX (904) 222 1212

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority Regular
 One Day Service Two Day Service

To us via Returns via

Matter No. Express Mail No.

State Fee \$ Our \$

FEB 7 1995

BSE

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME

BY

CK No.

WALK-IN
 Will Pick Up

2-1

1.2

RE:

J.J. DeKubler, Inc

CHG. FEE. DISBURSED

Copy of Exam
 of the File
 Corp. Record
 and Filing
 on the File
 Cont. Copy(s)

Art. of Amend. File
 Dissolution/Withdrawal

C U S.

Fictitious Name File

Name Reservation
 Annual Report/Reinstatement
 Reg. Agent Service
 Document Filing

Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval

UCC 1 or 3 File
 UCC 11 Search
 UCC 11 Retrieval

File No.'s. Copies

Courier Service
 Shipping/Handling
 Phone ()

Top Priority
 Express Mail Prep

FAX () pgs

SUBTOTALS

FEE..... \$
 DISBURSED..... \$
 SURCHARGE..... \$
 TAX on corporate supplies..... \$
 SUBTOTAL..... \$
 PREPAID..... \$
 BALANCE DUE..... \$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 7, 1995

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET
SUITE 1
TALLAHASSEE, FL 32301

SUBJECT: J. J. DISTRIBUTOR, INC.
Ref. Number: W95000002801

We have received your document for J. J. DISTRIBUTOR, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 995A00005196

FILED
FEB 27 PM 3:50
SECRETARY

ARTICLES OF INCORPORATION
OF
J. J. DISTRIBUTOR OF SOUTHWEST FLORIDA, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be J. J. DISTRIBUTOR OF SOUTHWEST FLORIDA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 839 Pangola Drive, North Fort Myers, Florida 33903.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES, consisting of one class only designated as "common stock," with par value of \$1.00 per share.

The Stock of the corporation shall be restricted as to transfer as follows, which restriction shall be imprinted upon the stock certificates issued by the corporation:

No stock of the corporation shall be transferred until such transfer has been proposed in writing to the Board of Directors of the corporation by written proposal filed with them stating the number of shares to be transferred, the price per share, and the name of the transferee. The Board of Directors shall within sixty (60) days after receipt of such proposal either consent to the transfer or furnish a purchaser for the shares at the same price. Failure of the Directors to act upon such a proposal within sixty days after receipt thereof shall be deemed to consent by them to the proposed transfer. No such proposed transfer shall be made until the aforesaid sixty (60) days have expired or the Board of Directors have consented thereto.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is JEANNE G. FRANTZ, and her address is 839 Pangola Drive, North Fort Myers, Florida 33903, and the designated agent by her signature hereon, does hereby accept the appointment as registered agent pursuant to

the provisions of Section 607.04, Florida Statutes.

ARTICLE V INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is JEANNE G. FRANTZ at 839 Pangola Drive, North Fort Myers, Florida 33903.

ARTICLE VI DIRECTOR(S)

The number of the directors constituting the initial Board of Directors of the corporation is one (1), and thereafter the number of directors shall be such number as is fixed from time to time by the by laws. The initial Board of Directors shall be the following: JEANNE G. FRANTZ, 839 Pangola Drive, North Fort Myers, Florida 33903.

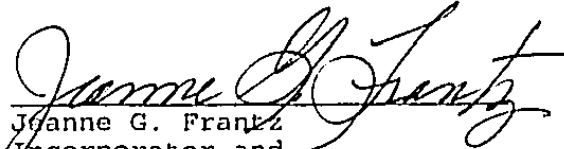
ARTICLE VII PERIOD OF EXISTENCE

The period of its existence is perpetual.

ARTICLE VIII PURPOSE

The purpose or purposes for which this corporation is organized is to engage in any lawful activities within the purposes for which a corporation may be organized under the Florida Business Corporation Law (Chapter 607 of the Florida Statutes).

The undersigned has(have) executed these Articles of Incorporation this 6th day of February, 1995.

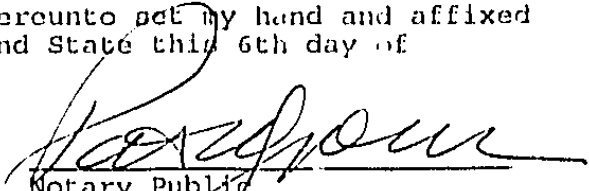

Jeanne G. Frantz
Incorporator and
Registered Agent

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, JEANNE G. FRANTZ, who is personally known to me or who has produced a driver's license as identification and who _____ (did/did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State this 6th day of February, 1995.

My commission expires:


Notary Public

Printed Name



PAUL H. WAGGONER
My Commission CC323743
Expires Nov. 04, 1997
Bonded by FIAI
800-422-1655