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FREDERICK DE VASE, WRIGHT & DORE, P.A.

MEMORANDUM FOR THE SECRETARY

SECRETARY OF THE  
FLORIDA DEPARTMENT OF  
STATE

December 7, 1994

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

RE: J.P.F. INCORPORATED

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation with respect to the above for filing, together with this firm's check in the amount of \$122.50 to cover the cost of filing.

Please return a certified copy and corporate charter to this office. Thank you for your cooperation.

Yours very truly,

THOMAS D. WRIGHT

TDW:mtb  
cc: Ms. Sophie Berlioz  
Enclosure

12-14-36627

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FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

December 14, 1994

THOMAS D. WRIGHT, ESQ.  
POST OFFICE BOX 500177  
MARATHON, FL 33050-0177

SUBJECT: J.P.F. INCORPORATED  
Ref. Number: W94000026679

We have received your document for J.P.F. INCORPORATED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 694A00053144

FRIGOLA, DE VANE, WRIGHT & DORE, P.A.

MADEIRA, FLORIDA 32550-0000

TELEPHONE  
FAX  
TELETYPE

February 1, 1995

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

ATTN: DORIS BROWN, Document Specialist

RE: Reference Number: W94000026679  
Letter Number: 694A00053144  
J.P.F. INCORPORATED/JPF WORLD, INC.

Dear Ms. Brown:

Pursuant to your correspondence dated December 14, 1994 (copy enclosed) advising us that the name J.P.F. Incorporated is already in use, we are resubmitting Articles of Incorporation under the name JPF World, Inc.

Please file the enclosed Articles and return a certified copy and corporate charter to this office. Please note that you have already received our check totaling \$122.50 to cover the cost of filing.

Thank you for your cooperation. If you have any questions, please do not hesitate to contact me.

Yours very truly,

THOMAS D. WRIGHT

TDW:mtb  
Enclosure

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ARTICLES OF INCORPORATION  
OF  
JPF WORLD, INC.

We, the undersigned incorporators, do hereby form a corporation for profit under the General Laws of the State of Florida, and pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

ARTICLE I

The name of the corporation shall be JPF WORLD, INC.

ARTICLE II

The location of the principal place of business shall be First Professional Centre, Suite 17, 5701 Overseas Highway, Marathon, Florida, 33050.

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

The Registered Agent for this corporation shall be Thomas D. Wright, Esquire, and the Registered Address for this corporation shall be First Professional Centre, Suite 17, 5701 Overseas Highway, Marathon, Florida, 33050.

ARTICLE V

The general nature of the business to be transacted shall be the following:

1. To buy, sell, trade, manufacture, deal in and deal with goods, wares, and merchandise of every kind and nature and to carry on such business as is necessary to operate a business, to acquire all such merchandise, supplies, material, and other articles as shall be necessary or incidental to such business; to hold, acquire, mortgage, lease, and convey real and personal property in any part of the world so far as is necessary to expedient in conducting the business of the corporation; and to have any and all powers set forth as fully as natural persons, whether as principal, agents, trustees, or otherwise.

2. To generally engage in, do, and perform any enterprise, act or vocation that a natural person might or could do or perform.

3. To engage in any commercial, industrial, and agricultural enterprise calculated or designed to be profitable to this corporation in conformity with the laws of the State of Florida.

#### ARTICLE VI

The capital stock shall consist of one thousand (1,000) shares of common stock with a par value of One Dollar (\$1.00) per share.

#### ARTICLE VII

The amount of capital before beginning business shall be at least Five Hundred and 00/100 (\$500.00) Dollars.

#### ARTICLE VIII

The Corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1), nor more than three (3).

#### ARTICLE IX

The names and addresses of the first Board of Directors and Officers, who, subject to the provisions of the Articles of Incorporation, Bylaws, and the General Laws of the State of Florida shall hold office for the first year of the corporation's existence, or until their successors shall be duly elected and qualified, are:

Francois Simona -- Director/President/Secretary  
119 Les Cognas, 06340 Cantaron (France)

Paul Grison -- Director/Vice President/Treasurer  
2 chemin de la Peyriere E2, Garbejaire  
06560 Valboone (France)

Jean-Pierre Grison -- Director  
7 avenue J. Bares, 06100 Nice (France)

#### ARTICLE X

The name and address of the person or person(s) signing these articles of incorporation as an incorporator is (are):

**D**

## ARTICLE XI

The corporation reserves the right to amend, alter, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon stockholders herein are granted subject to this reservation. Further, the corporation reserves the right to provide in the Bylaws for issuance of Stock Certificates; and, the corporation shall have the right of first refusal to purchase any stock issued by this corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name on this 2nd day of February, 1995.

Thomas D. Wright, Incorporated

STATE OF FLORIDA )  
 ) ss, Marathon  
COUNTY OF MONROE )

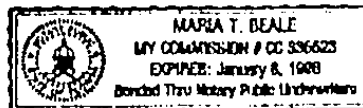
BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared Thomas D. Wright, who, after being by me first duly sworn and cautioned, deposed and said that he read the foregoing Articles of Incorporation, that the statements contained therein are true and correct for the purposes therein expressed, and that this is his free and voluntary act and deed.

SWORN TO AND SUBSCRIBED before me this 2nd day of February, 1995.

  
Printed Name: Maria T. Beale

Printed Name: Marla T. Beale  
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: \_\_\_\_\_



Having been named to accept service of process for JPF WORLD, INC. at the place designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of 960.0805 of the Florida Statutes.

Dated this 2nd day of February, 1995

  
Thomas D. Wright, Registered Agent

FILED  
MAR 7 1995  
CLERK OF COURT  
JACKSONVILLE, FLORIDA