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ATTORNEYS AT LAW  
ESTABLISHED 1926

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P95000015660

KEITH E. PERSHALL

February 22, 1995

VIA FEDERAL EXPRESS

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: JIMPOOL INCORPORATED

200001414932  
-02/24/95--01072--005  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen and Ladies:

Enclosed are duplicate originals and one copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed for payment of the following fees:

Filing Fee	\$ 35.00
Registered Agent Fee	\$ 35.00
Certified Copy	<u>\$ 52.50</u>
Total Due	\$122.50

Please file the original Articles of Incorporation and return a certified copy to the undersigned. I would appreciate it if you would call me collect at (916) 441-0131 ext. 309 when the Articles have been filed.

Sincerely,

*Keith E. Pershall*

Keith E. Pershall

KEP:mgw  
Enclosures  
EAST-121153.1

*Att  
2-27*

FILED  
95 FEB 24 PM 3 45  
TALLAHASSEE, FL  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**  
**JIMPOOL INCORPORATED**

FILED  
95 FEB 24 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**  
**NAME**

The name of this corporation is JIMPOOL INCORPORATED.

**ARTICLE II**  
**DURATION**

This Corporation shall have perpetual existence unless dissolved according to law.

**ARTICLE III**  
**BUSINESS**

This corporation is organized for general business purposes and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and Florida.

**ARTICLE IV**  
**CAPITAL STOCK**

The maximum number of shares of stock authorized to be issued by this Corporation is 1000 shares of capital stock with no par

value, all of which shall have the same rights and privileges. Each share of capital stock shall entitle the holder thereof to one (1) vote at any stockholder meeting and otherwise to participate in all such meetings and the assets of the Corporation. The stock shall be issued for such consideration as may be determined by the Board of Directors, which shall have a value at least equal to the full par value of said shares. The stock may be paid for in lawful money of the United States of America, or in property, labor or services.

#### **ARTICLE V PRE-EMPTIVE RIGHTS**

The stockholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible unto such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares, but in either case only as such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

#### **ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office of this corporation is:

7020 Woodmont Avenue  
Tamarac, FL 33321

The name and address of the Registered Agent of this Corporation is:

Jean-Pierre Mucha  
7020 Woodmont Avenue  
Tamarac, FL 33321

The corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town, in this state or any other State or County, as may be approved by its Board of Directors.

#### **ARTICLE VII INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

**NAME**

**ADDRESS**

Jacqueline Mucha

7929 Woodmont Avenue  
Tamarac, FL 33321

#### **ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

**ARTICLE IX  
AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE X  
INCORPORATOR**

The name address of the person signing these Articles of Incorporation is:


**NAME**

**ADDRESS**

Jacqueline Mucha


7020 Woodmont Avenue  
Tamarac, FL 33321

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 21st day of February, 1995.

  
\_\_\_\_\_  
Jacqueline Mucha

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for JIMPOOL INCORPORATED.

  
\_\_\_\_\_  
Jean-Pierre Mucha

EAST-121141.1

FILED  
95 FEB 24 PM 3:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA