

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0393 FAX

**CSC networks**

800-342-8086

**P95000016203**

95 FEB 27 PM 5:31

DIVISION OF CORPORATION

MAIL TO:  
P.O. Box 5028  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 549309 5642A

AUTHORIZATION :

*Patricia Pizub*

COST LIMIT : \$ 70.00

ORDER DATE : February 27, 1995

ORDER TIME : 2:42 PM

ORDER NO. : 549309

700001416557

CUSTOMER NO: 5642A

CUSTOMER: Ms. Carol Slowinski  
GOLDBERG & YOUNG, P.A.

1630 North Federal Highway

Fort Lauderdale, FL 33305

DOMESTIC FILING

**P95000016203**

NAME: JACQUES GUIDA CORP.

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED  
95 FEB 27 AM 8:35  
SECRET/STATE  
TALLAHASSEE, FLORIDA

*TLW*  
2-28-95  
01

ARTICLES OF INCORPORATION  
OF  
JACQUES GUIDA CORP.

FILED  
95 FEB 27 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

ARTICLE I. NAME

The name of the corporation shall be:

JACQUES GUIDA CORP.

The address of the principal office of this corporation shall be 1630 North Federal Highway, Ft. Lauderdale, Florida 33305, and the mailing address of the corporation shall be the same.

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 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1630 North Federal Highway, Ft. Lauderdale, Florida 33305, and the name of the initial registered agent of the corporation at that address is Gregory J. Blodig.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Alfred Lapointe  
Dir.

1630 North Federal Highway  
Ft. Lauderdale, Florida 33305

ARTICLE VII. INCORPORATOR

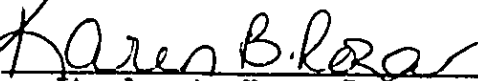
The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on February 27, 1995.

CORPORATION INFORMATION SERVICES, INC.

By:

  
Its Agent, Karen B. Rozar

KBR/dks

FILED  
95 FEB 27 AM 8 35

SECRET  
TALLAHASSEE  
STATE  
OFFICE  
FLORIDA

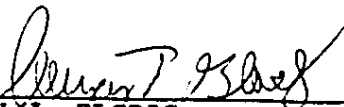
CERTIFICATE DESIGNATING PLACE OF REGISTERED  
OR DOMICILE FOR SERVICE OF PROCESS WITHIN THIS STATE

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

\*\*\*\*\*

Pursuant to Chapter 48.091 of the Florida Statutes,  
Jacques Guida Corp., desiring to  
organize under the laws of the State of Florida with its principal  
office as indicated in the Articles of Incorporation, has named  
GREGORY J. BLODIG as Registered Agent, who may be served at the  
registered office located at 1630 North Federal Highway, in the  
City of Fort Lauderdale, County of Broward, State of Florida, as  
its Agent to accept service of process within this State.

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.

By:   
GREGORY J. BLODIG,  
Registered Agent.

P95000016203

THOMAS F. DORIO P. A.  
A PROFESSIONAL ASSOCIATION  
ATTORNEY AT LAW  
174 WEST COMSTOCK AVENUE, SUITE 215  
WINTER PARK, FLORIDA 32789

Mailing Address:  
Post Office Box 1686  
Winter Park, Florida 32780-1686

Telephone: (407) 647-6300  
Facsimile: (407) 647-7806

March 20, 1996

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

Re: Jacques Guida Corp./Resignation of Director

400001757494  
-03/26/96--01088--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madame:

Enclosed is a resignation by Alfred Lapointe as a director of the Jacques Guida Corp., together with a check in the amount of \$35.00 to cover the filing fees for the enclosed Resignation of Director. Also enclosed is a copy of the Resignation of Director. Please stamp the copy as filed and return the stamped copy to me for my files.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

*Thomas F. Diorio*  
Thomas F. Diorio

FILED  
96 MAR 25 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosure

cc: Mr. Alfred Lapointe (w/o encls.)

VS MAR 29 1996

O/D resig.

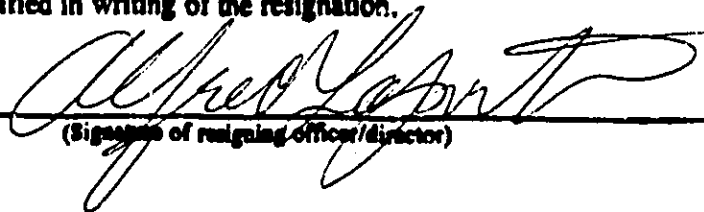
Florida Department of State, Sandra B. Mortham, Secretary of State

**OFFICER / DIRECTOR RESIGNATION**

**FILED**  
96 MAR 25 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, ALFRED LAPOINTE, hereby resign as DIRECTOR  
(Title)  
of JACQUES GUIDA CORP.  
(Name of Corporation)  
a corporation organized under the laws of the State of FLORIDA.

That the corporation has been notified in writing of the resignation.

  
(Signature of resigning officer/director)

**FILING FEE IS \$35.00**

**DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314**