

**JUPITER LAW CENTER**

CHASEWOOD PLAZA • SUITE 30 • 6390 INDIANTOWN ROAD  
JUPITER, FLORIDA 33458  
TELEPHONE (407) 744-4000

*Attorneys At Law*

**RICHARD P. GUMSON •  
ADAM S. GUMSON**

\* also admitted to New York Bar

February 2, 1995

Corporate Affairs Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301

RECEIVED  
FEB 2 1995  
TALLAHASSEE, FLORIDA

*JPC Ventures, Inc*

Re: ON-SITE, INC.

Gentlemen:

Enclosed please find original and one (1) copy of  
Articles of Incorporation relative to the above corporation,  
together with Consent to use of Fictitious Name.

Kindly file the original and return the copy along  
with your customary receipt.

My check, in the amount of \$70.00, is also enclosed  
in payment of your fees.

Thank you for your anticipated courtesies and prompt  
attention to this matter.

Very truly yours,

JUPITER LAW CENTER

Richard P. Gumson

RPG:sa  
Encs.

FILED  
95 APR -4 AM 8 29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN APR - 4 1995

February 2, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301

Re: ON-SITE

Gentlemen:

The undersigned hereby consents to the use of the  
Fictitious Name of "ON-SITE" by ON-SITE, INC.

The "On-Site" Fictitious Name in question was filed  
on December 9, 1994, under Registration No. G-94343900015.

Very truly yours,

ON-SITE

By: 

Eric D. Miller



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 9, 1995

RICHARD P. GUMSON  
JUPITER LAW CENTER  
6390 INDIANTOWN ROAD, SUITE 30  
JUPITER, FL 33458

SUBJECT: ON-SITE, INC.  
Ref. Number: W95000002955

We have received your document for ON-SITE, INC. and your check(s) totaling \$70.00. 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) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 495A00005668

## JUPITER LAW CENTER

CHASEWOOD PLAZA • SUITE 30 • 6390 INDIANTOWN ROAD  
JUPITER, FLORIDA 33458  
TELEPHONE (407) 744-4000

*Attorneys At Law*

RICHARD P. GUMSON •  
ADAM S. GUMSON

\* also admitted to New York Bar

March 30, 1995

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32301  
Attn: Teresa Brown  
Corporate Specialist

Re: JPC VENTURES, INC.

Dear Ms. Brown:

Enclosed please find original and one (1) copy of Articles of Incorporation relative to the above corporation, together with your letter of February 9, 1995 relating to the prior Articles forwarded to you.

Kindly file the original and return the copy along with your customary receipt.

Kindly note that you are holding our \$70.00 check in payment of the filing fee for the prior Articles, viz., ON-SITE, INC.

Thank you for your anticipated courtesies and prompt attention to this matter.

Very truly yours,

JUPITER LAW CENTER

Richard P. Gumson

RPG:sa  
Encs.

ARTICLES OF INCORPORATION  
OF  
JPC VENTURES, INC.

FILED  
95 APR -4 AM 8:29  
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

The name of the Corporation is:

JPC VENTURES, INC.

ARTICLE II

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

The Corporation is organized to conduct any and all lawful business.

ARTICLE IV

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of Stock</u>
1,000	\$1.00	Common

ARTICLE V

This Corporation shall indemnify and insure its Officers and Directors, or any former Officers and Directors, to the fullest extent permitted by law either now or thereafter.

#### ARTICLE VI

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and Shareholders, but the Shareholders may provide in any by-laws made by them that such by-laws shall not be altered, amended or repealed by the Board of Directors.

#### ARTICLE VII

To the fullest extent allowable by law, the Board of Directors may establish committees of Directors consisting of two or more persons and the Directors may rely on information, opinions, reports or statements, including financial statements and other financial data prepared or presented by such committee.

#### ARTICLE VIII

##### REGISTERED AGENT/OFFICE AND MAILING ADDRESS

The address of the initial mailing office of the Corporation is: c/o JUPITER LAW CENTER, Chasewood Plaza - Suite 30, 6390 Indiantown Road, Jupiter, Florida 33458, with the privilege of having its offices and branch offices at other places within or without the State and the name of its initial registered agent at such address is: RICHARD P. GUMSON, ESQ., who hereby acknowledges that he is familiar with and accepts the duties and responsibilities as Registered Agent for said corporation.

Registered Agent's Acceptance:

  
RICHARD P. GUMSON

#### ARTICLE IX

The number of Directors constituting the initial Board of Directors of the Corporation is one (1), and the name and address of the person who is to serve as Director until the first annual meeting of Shareholders or until her successors are elected and shall qualify are:

##### NAME

ERIC D. MILLER

##### ADDRESS

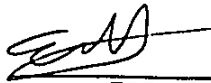
150 Pineview Road  
Apt. F-6  
Jupiter, FL 33469

ARTICLE X

The name and address of the Incorporator is:

NAME	ADDRESS
ERIC D. MILLER	150 Pineview Road Apt. F- Jupiter, FL 33469

IN WITNESS WHEREOF, the undersigned Incorporator has  
executed these Articles of Incorporation on this 29<sup>th</sup> day of  
March, 1995.



ERIC D. MILLER

STATE OF FLORIDA        )    SS.:  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me  
this 29<sup>th</sup> day of March, 1995, by ERIC D. MILLER, who is  
personally known to me or who has produced a Drivers License  
as identification, and who did not take an oath.



NOTARY PUBLIC - State of Florida



SANDRA B. GUMSON  
My Commission Expires 02/12/96  
Commission No. CC436725

NOTARY'S NAME PRINTED, STAMPED OR TYPED