

NAYER & CAUERBERG THE FORUM + TOWER A 1675 PALH BEACH LAKES BOULEVARD BUITE 700 WEST PALM BEACH, FLORIDA 33401

> (407) 683-2484 Fax: (407) 684-3142

EARL E. MAYER, JR.\* ERIC M. SAUERBERG, P.A. P. TODO KENNEDY, P.A. . . . . . . .

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Federal Tax Counsel to the rinm Admitted in Ohio Only, Practice Limited to Natters of Federal Tax Law

March 27, 1995

TIPR

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Dear Sir or Madam:

BSB

Re: JJJA Holdings, Inc.

5 1995

900001446529 -04/03/95--01111--023 \*\*\*\*122.50 \*\*\*\*122.50

FILED

95 APR -3 PH 1:03

SECRETARY OF STATE TOLAHASSEF, FLORIDA

Enclosed are two (2) original Articles of Incorporation and Registered Agent forms for the captioned corporation.

One (1) original is to be filed in your office and one (1) original is to be certified and returned to this office. Also enclosed is our firm's check in the amount of \$122.50 for: Also

Receiving, filing and indexing Articles of Incorporation	\$ 35.00
Certified copy of Articles of Incorporation	52.50
Registered Agent Fee	35.00
TOTAL	\$122.50

Secretary of State Division of Corporations March 27, 1995 Page 2

Please telephone me if there is any reason why these requests cannot be met promptly. Thank you for your attention to these matters.

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Sincerely,

MAYER & SAUERBERG  $\sim$ 

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Eric M. Suuerberg /

EMS:cr Enclosures

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#### ARTICLES OF INCORPORATION OF JJJA HOLDINGS, INC.

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# FILED 95 APR -3 PH 1:03 SECRETARY OF STATE 110 ANASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes §607.0101, et seq., hereby adopt the following Articles of Incorporation:

#### ARTICLE ONE

1.01 The name of this corporation is JJJA HOLDINGS, INC.

#### ARTICLE TWO

2.01 The corporation is to have perpetual existence.

#### ARTICLE THREE

3.01 The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The corporation shall have all powers permitted to a corporation under the Florida Business Corporation Act as enumerated in Florida Statute §607.0302 and §607.0303.

#### ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 1,000, all of which shall be common shares with a par value of \$1.00 per share.

## ARTICLE FIVE

5.01 The street address of the initial registered office of the corporation is 624 St. Lucie Crescent, #301, Stuart, Florida 34994, and the name of the initial Registered Agent at that address is JOHN H. KUNKEL, III

## ARTICLE SIX

6.01 The name and address of the incorporator of this corporation is:

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#### Address

JOHN H. KUNKEL, 1II

624 St. Lucie Crescent #301 Stuart, Florida 34994

## ARTICLE SEVEN

7.01 One (1) director shall constitute the initial Board of Directors of the comporation, but the Bylaws may provide for such increase or decrease in number thereof as is authorized by law.

7.02 The name and address of the member of the first Board of Directors is:

	Name		Address	
John	H. KUNKEL	, III	624 St. Lucie Crescent #301	È
			Stuart, Florida 34994	\$

## ARTICLE EIGHT

8.01 Nothing in these Articles of Incorporation shall be taken to limit the power of this corporation.

#### ARTICLE NINE

9.01 The effective date of this corporation shall be the date upon which these Articles of Incorporation are filed with the Secretary of State.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation this 16th day of Milley, 1995.

By:-JOHN H. KUNKEL, III Incorporator \

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this  $\frac{16^{12}}{10^{12}}$  day of  $\underline{MACCI}$ , 1995 by JOHN H. KUNKEL, III, who is personally known to me or who produced the identification indicated above his signature, and who did ( ) or did not (/) take an oath.

n Notary Public

Notary Public Printed Name: Eric M. Sauerberg My Commission Expires: D/14/99 My Commission Number: CC 438888



ERIC M SAUERDERG My Commercin CC438880 Expires Fr 5, 14, 1990 Bondist by HA1 800-422-1888

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## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE BERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHON PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that JJJA HOLDINGS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 624 St. Lucie Crescent, #301, Stuart, Florida 34994.

Second, named JOHN H. KUNKEL, ILJ located at 624 St. Lucie Crescent, #301, Stuart, Florida 34994, as its Agent to accept service of process within Florida.

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	ALICE	the St
JOHN Incorp	H. \ KUNKEL	III.
DATE:	3.20.95	
		S. C.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with provisions of all Statutes relative to the proper and complete performance of my duties.

JOHN H. KUNKEL, III

Registered Agent

DATE: 3-20-95

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Federal Tax Counsel to the Firm Admitted in Ohio Only, Practice Limited to Matters of Federal Tax Law

May 2, 1995

000000147/9040 -05/08/95--01061--010 \*\*\*\*\*35.00 \*\*\*\*\*35.00

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Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

> Re: JJJA Holdings, Inc.

Dear Sir or Madam:

Enclosed is an Amendment to Articles of Incorporation for the captioned corporation.

Please file this document. Our check in the amount of \$35.00 is enclosed to cover the filing fees.

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

Sincerely,

MAYER & SAUERBERG

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Eric M. Sauerberg

EMS:cr Enclosures

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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 17, 1995

MAYER & SAUERBERG % ERIC SAUERBERG 1675 PALM BCH LAKES BLVD., #700 WEST PALM BEACH, FL 33401

SUBJECT: JJJA HOLDINGS, INC. Ref. Number: P95000027001

We have received your document for JJJA HOLDINGS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

We are enclosing the proper form(s) with instructions for your convenience.

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) 487-6916.

Carol Mustain Corporate Specialist

Letter Number: 795A00025360

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

AMENDMENT TO ARTICLES OF INCORPORATION 07 JJJA HOLDINGS, INC.

The undersigned, being the sole director, for the purpose of changing the name of the Corporation provided under the Florida Business Corporation Act, Florida Statutes \$607.1001, et seq., does hereby adopt this Amendment to the Articles of Incorporation previously approved by the Shareholders and Sole Director of the Corporation:

#### ARTICLE FOUR

4.01 The aggregate number of shares which the Corporation shall have the authority to issue Four Thousand (4,000), all of which shall be common shares with a par value of One Dollar (\$1.00) per share. 2-0 S 17 All original Articles of Incorporation not modified by this time amendment are hereby reaffirmed and restated. The aforementioned modification to the Articles of Incorporation is adopted effective . . . . . the date that the Shareholders approved of this Amendment, which is set forth below. i.,,,, 5

By: JOHN H. KUNKEL, Sole Director

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April II , 1995 Date:

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