

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0171
(1-222-0193) FAX

800-342-8086



P95000029310

95

ACCOUNT NO. : 072100000032

REFERENCE : 579313 151203A

AUTHORIZATION :

COST LIMIT : \$ 70. *Patricia P. Krebs*

ORDER DATE : April 13, 1995

ORDER TIME : 2:25 PM

ORDER NO. : 579313

CUSTOMER NO: 151203A

CUSTOMER: Mr. John Cohane
MR. JOHN COHANE

Apartment 1802
3200 North Port Royale Drive
Fort Lauderdale, FL 33308

000001456190

DOMESTIC FILING

NAME: JRC GROUP INC.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jodie Krebs

EXAMINER'S INITIALS: _____

APR 14 1995 BSB

FILED
APR 13 1995
9:22
SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
JRC GROUP INC.

FILED
05 APR 13 AM 9:22
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:

JRC GROUP INC.

The address of the principal office of this corporation shall be 3200 North Port Royale Drive, Apartment 1802, Ft. Lauderdale, Florida 33308 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 no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 names and addresses of the initial members of the Board of Directors are:

John F. Cohane
Dir.

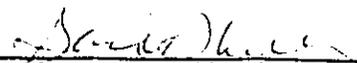
3200 North Port Royale Drive, Apartment 1802
Ft. Lauderdale, Florida 33308

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

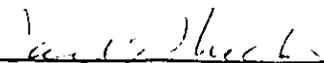
The undersigned incorporator has executed these Articles of Incorporation on April 13, 1995.



Its Agent, Gail Shelby
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Its Agent, Gail Shelby
Authorized Service Representative
Corporation Service Company

JAB/jwk

P95 000029370

JOHN & ROSE COHANE
3200 N. PORT ROYALE DR #1802
FORT LAUDERDALE, FL 33308

OFFICE USE ONLY

700001503777
-06/01/95--01101--004
*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 31 PM 3:45

SH 6/8

Examiner's Initials

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: JRC GROUP INC

1b. The mailing address of the corporation is: 3200 NORTH PORT ROYALE DR APT 1802 FORT LAUD, FL 33308

1c. Date of incorporation: APRIL 13, 1995 Document number: P95000029370

2. The name and address of the current registered agent and office:

CORPORATION SERVICE COMPANY
1201 HAYS ST
TALLAHASSEE, FL 32301

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 95 MAY 31 PM 3:45

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

JOHN F COHANE
3200 N. PORT ROYALE DR #1802
FORT LAUD, FL 33308

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Signature of an officer, chairman or vice chairman of the board

5-1-95 (Date)

JOHN F COHANE PRESIDENT (Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature of Registered Agent

5-1-95 (Date)