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ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, P.A.

> ATTORNEYS AND COUNSELLORS 2033 MAIN STREET, SUITE 600 SARASOTA, FLORIDA 34237 (813) 360-8100

CHARLES J. BARTLETT
WRITER'S DIRECT LINE
(613) 983-6113

FACSIMILE: (813) 305-0304 REPLY TO: P.O. BOX 4195

SARASOTA, FLORIDA 34230

April 12, 1995

IOO NORTH TAMPA, BUITE 3180
POSTAL DRAWER 3430
TAMPA, FLORIDA 33801
(BI3) 2210100
TAMPA FACSIMILE
(BI3) 2200880

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Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32399

Re: Filing of Articles of Incorporation for

JFJ ENTERPRISES, INC.

Dear Sir or Madame:

Enclosed please find an original and copy of the Articles of Incorporation for the above-referenced corporation, and a check in the total amount \$70.00 representing your filing fee.

Please file the original and return a copy to me.

Thank you for your promptness. If you have any questions or comments in this regard, please do not hesitate to contact me.

Very truly yours,

ICARD, MERRILL, CULLIS, TIMM, FUREN & GINSBURG, P.A.

Sharon Firlotte

Certified Legal Assistant to

Charles J. Bartlett

Enclosures

K.

ARTICLES OF INCORPORATION

OF

JFJ ENTERPRISES, INC.

ARTICLE 1. - NAME

The name of the corporation is JFJ ENTERPRISES, INC.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 15 Avenue of the Flowers, Longboat Key, Florida 34228. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be 15 Avenue of the Flowers, Longboat Key, FL 34228. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. - SHARES

This corporation is authorized to issue 1,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2033 Main Street, Suite 600, Sarasota, Florida 34237, and the name of the initial registered agent of this corporation at that address is Charles J. Bartlett.

ARTICLE 7. - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation is:

Joseph R. Amante 6157 Midnight Pass Road, Apt. B-31 Sarasota, FL 34242

Sun Hui Yee 1251 S.W. 102nd Avenue Pembrooke Pines, FL 33025

Yiu Hoi Poon 5050 North Tamiami Trail Sarasota, FL 34234

ARTICLE 8. - INCORPORATOR

The name and address of the Incorporator is:

Joseph R. Amante 6157 Midnight Pass Road, Apt. B-31 Sarasota, FL 34242

ARTICLE 9. - CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE 10. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such

office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

ARTICLE 11. - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

The undersigned Incorporator has executed these Articles of Incorporation on the Athday of April , 1995.

| July Amante | July |

STATE OF FLORIDA COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this $\frac{|\mathcal{L}| h}{h}$ day of $\frac{h \cdot h}{h}$, 1995 by JOSEPH R. AMANTE, who is personally known to me or who has produced $\frac{h \cdot h}{h}$ as identification and who did take an oath.

SHARON D. FIRLOTTE
My Comm Exp. 7/24/96
Bonded By Service Ins
No. CC213146
Merstan Xxxxx

1100x LQ

Signature of Notary

Sharon D. Firlotte

Name of Notary (typed or printed)

Notary Public, State of Florida Serial Number CC 13171

My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT FOR JFJ ENTERPRISES, INC.

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply , the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: APRIL 12 1995

CHARLES J. BARTLETT Registered Agent