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Carol E. Donahue

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June 1, 1995

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

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-06/07/95--01023--007
***122.50 ***122.50

RE: Incorporation of Jemarc, Inc.

EFFECTIVE DATE
JUN 2 1995

Dear Sir/Madam:

Enclosed please find the following documents for filing:

1. Original and one copy of Articles of Incorporation;
2. Consent of Registered Agent;
3. A check in the amount of \$122.50 to cover the cost filing fee, a certified copy of the Articles of Incorporation, and the filing of the approval of the Registered Agent.

Thank you for your assistance in this matter. Should you have any questions, please do not hesitate to call.

Sincerely,

Carol E. Donahue
Carol E. Donahue

JUN 13 1995 BSB

enclosure

cc: Charles M. Flaherty

95 JUN -6 AM 11:22
FILED

ARTICLES OF INCORPORATION
OF

Jemarc, Inc.

FILED

95 JUN -6 AM 11:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Charles M. Flaherty, hereby forms a corporation under the laws of the State of Florida

EFFECTIVE DATE
JUN 2 1995

ARTICLE I - NAME

The name of the corporation shall be Jemarc, Inc.

ARTICLE II - MAILING ADDRESS

The address of the principal office, and the mailing address of the corporation shall be 1448 Finsbury Court, Heathrow, Florida 32746.

ARTICLE III - DURATION

The term of existence of the corporation is perpetual.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 100 shares, all of which shall be common shares with par value of One Dollar (\$1.00) per share.

ARTICLE V - REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation is 1448 Finsbury Court, Heathrow, Florida 32746, and the name of the initial Registered Agent at such address is Charles M. Flaherty.

ARTICLE VI - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE VII - TERM OF EXISTENCE

The corporate existence shall commence upon subscription and acknowledgment of these Articles of Incorporation.

ARTICLE VIII - INCORPORATORS

The name and street address of each incorporator of the corporation is:

Charles M. Flaherty
1448 Finsbury Court
Heathrow, Florida 32746

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Charles M. Flaherty
1448 Finsbury Court
Heathrow, Florida 32746

Joan R. Flaherty
1448 Finsbury Court
Heathrow, Florida 32746

ARTICLE X - BYLAWS

The Bylaws of this corporation may be adopted, altered, amended, or repealed by either the shareholders or directors.

ARTICLE XI - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, I have subscribed my name this 2nd
day of June, 1995.

Charles M. Flaherty
Charles M. Flaherty
INCORPORATOR

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 2nd
day of June, 1995, by Charles M. Flaherty, who is
personally know to me X ~~or who has produced~~
~~as identification~~ and did (did not) take an oath.

Carol E. Donahue
NOTARY PUBLIC, STATE OF FLORIDA

Carol E. Donahue
PRINTED NAME OF NOTARY PUBLIC

MY COMMISSION EXPIRES:



CAROL E. DONAHUE
MY COMMISSION # CC373137 EXPIRES
June 1, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF AND
CONSENT OF REGISTERED AGENT

FILED

95 JUN -6 AM 11:22

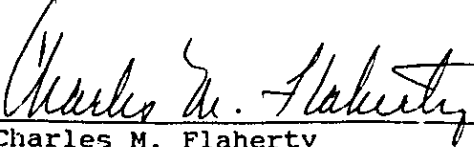
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Jemarc, Inc.
2. The name and address of the registered agent and office is:
Charles M. Flaherty
1448 Finsbury Court
Heathrow, Florida 32746

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated this 2nd day of June, 1995.


Charles M. Flaherty