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LAW OFFICES  
KIRK GRANTHAM  
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SUITE 105  
WEST PALM BEACH, FL 33408

KIRK GRANTHAM  
BOARD CERTIFIED  
WILLS, TRUSTS & ESTATES LAWYER  
JOHN W. RANDOLPH, JR.

TELEPHONE (407) 966-6211  
FAX (407) 966-9495

June 30, 1995

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

500001533475  
-07/10/95--01049--008  
\*\*\*\*122.50 \*\*\*\*122.50

RE: JOE PHILLIPS, INC.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-named corporation. Please file the original and return the certified copy to this office. Enclosed is a check for \$122.50 representing the filing fee.

Thank you.

Sincerely yours,

*Kirk Grantham*  
Kirk Grantham

KG/lsg  
Enclosures

7/14/95  
(TR)

ARTICLES OF INCORPORATION  
OF  
JOE PHILLIPS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is JOE PHILLIPS, INC.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) Shares of \$1.00 par value common stock, which shall be designated "Common Shares". There shall be only one (1) class of stock.

ARTICLE V - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of the corporation.

ARTICLE VI - INITIAL PRINCIPLE OFFICE

The street address of the initial principle office of JOE PHILLIPS, INC., is 182 Royal Pine Circle South, Royal Palm Beach, FL 33411.

Prepared by:  
Kirk Grantham, Esq.  
1860 Forest Hill Blvd., Suite 105  
West Palm Beach, FL 33406  
(407) 966-6211  
Fla. Bar No. 133803

ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is Joseph Phillips, 182 Royal Pine Circle South, Royal Palm Beach, FL 33411.

ARTICLE VIII - BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the directors of the corporation. Directors need not be residents or citizens of the State of Florida. The directors may take action by written consent without a meeting as provided by law. The name and address of the initial director(s) of this corporation is:

Joseph Phillips      182 Royal Pine Circle South  
Royal Palm Beach, FL 33411

ARTICLE IX - INDEMNIFICATION

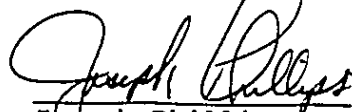
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation are:

Joseph Phillips      182 Royal Pine Circle South  
Royal Palm Beach, FL 33411

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 26<sup>th</sup> day of June, 1995.

  
\_\_\_\_\_  
Joseph Phillips

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 26  
day of June, 1995 by Joseph Phillips, who is personally known to me  
or who produced \_\_\_\_\_ as identification.

(N. P. SEAL)



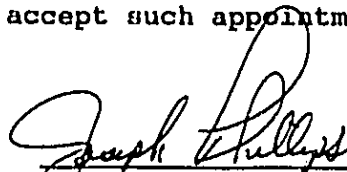
Kirk Givantham  
Notary Public

\_\_\_\_\_  
(Print/type name of Notary Public,  
commission no. and date of expiration)

DESIGNATION AND ACCEPTANCE  
OF REGISTERED AGENT

JCP PHILLIPS, INC. hereby appoints JOSEPH PHILLIPS, to act as Registered Agent for the purpose of accepting service of process in accordance with the provisions of Chapter 607, F.S.A.

The undersigned does hereby accept such appointment.

  
JOSEPH PHILLIPS

55 JUL 18 7:15:56  
SECRET  
TALLAHASSEE, FLORIDA