

P95000064675

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 22 AM 10:49

df 8/22/95

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY NLC _____

WALK-IN Will Pick Up 8:22 12pm

RE: J.J. Mario's, Inc
95 AUG 22 AM 8 57

VISION OF DIVISION

	C.C. FEE.	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)	600001565586	
	-08/22/95--01019--002	
Art. of Amend. File	***122.50	***122.50
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

JACK M. LOMANO, M.D.
SOUTH FLORIDA WOMEN'S CENTER
9981 HEALTHPARK CIRCLE #159
FORT MYERS, FLORIDA 33908

August 7, 1995

Capital Connection, Inc.
Post Office Box 10349
Tallahassee, Florida 32302

Re: J.J. Mario's, Inc.

Dear Sir or Madam:

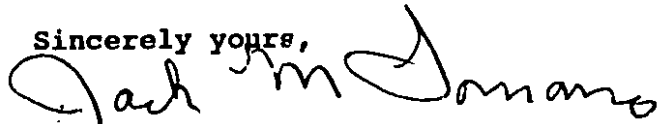
Please find enclosed an original and one copy of Articles of Incorporation for J.J. Mario's, Inc. Also enclosed is a check payable to the Secretary of State representing the filing fee (\$122.50), and a check to Capital Connection representing the service fee and corporate kit (\$79.32).

Please have the Articles filed with the State and return a copy to my attorney, Robert B. Burandt, Post Office Box 535, Cape Coral, Florida 33904, via regular U.S. mail.

Be advised that the corporate kit should be for a for-profit corporation. Further, we already have By-Laws for the corporation.

Should you have any questions or comments, please contact me at the above number and address. Thank you for your anticipated cooperation.

Sincerely yours,

A handwritten signature in dark ink, appearing to read "Jack M. Lomano", written in a cursive style.

Jack M. Lomano, M.D.

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DIVISION OF CORPORATIONS
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**ARTICLES OF INCORPORATION
OF**

J.J. MARIO'S, INC.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be J.J. MARIO'S, INC.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

In addition the corporation shall have power:

(1) to conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries;

(2) to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required;

(3) to purchase the corporate assets of any other corporation and engage in the same or other character of business;

(4) to guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock; and

(5) to engage in any and all other activity or business whatever permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock of a par value of \$1.00 per share.

ARTICLE IV

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same class or series as that which is already issued, shall have the right to purchase a pro-rata share thereof at the price at which it is offered to others.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually, commencing on the date these Articles are filed with the Office of Secretary of State, State of Florida.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial principal and registered office of this corporation is Regal Plaza, 15250 S. U.S. Highway 41, Fort Myers, Florida 33908-4225, and the name of the initial registered agent of this corporation at that address is JACK M. LOMANO.

ARTICLE VII

DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than two or more than seven. The names and addresses of the initial Directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
JASON M. LOMANO	15250 S. U.S. Highway 41, Fort Myers, Florida 33908-4225
JACK M. LOMANO	15250 S. U.S. Highway 41, Fort Myers, Florida 33908-4225

ARTICLE VIII

INCORPORATORS

The name and address of each Incorporator of this Corporation and the number of shares of stock each agrees to take are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
JASON M. LOMANO	15250 S. U.S. Highway 41 Fort Myers, Florida 33908-4225	49
JACK M. LOMANO	15250 S. U.S. Highway 41 Fort Myers, Florida 33908-4225	51

ARTICLE IX

OFFICERS

The officers of this Corporation shall be a President, Vice President, and Secretary/Treasurer and such additional officers and agents as may be provided in the By-Laws or designated by the Board of Directors.

Directors shall be elected by the shareholders at their annual meeting which will be held at the registered office of the Corporation or at such other place as may be provided by the By-Laws, or otherwise agreed upon, on the 2nd day of January of each and every year, or at such other time as may be designated in the By-Laws, and the annual directors' meeting shall be held immediately after the adjournment of the annual shareholders' meeting, which shall include the election of officers by the Board of Directors.

ARTICLE X

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholders' meeting by a majority of the shareholders entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain

amendment of these Articles of Incorporation be made.

Jason M. Lomano (Seal)
JASON M. LOMANO
President

Jack M. Lomano (Seal)
JACK M. LOMANO
Vice President/Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared JASON M. LOMANO to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my signature and official seal in the county and state aforesaid this 8th day of August, 1995.

My Commission Expires:
6-4-96

Nan Sampsel
Notary Public (SEAL)

STATE OF FLORIDA
COUNTY OF LEE



I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgements, personally appeared JACK M. LOMANO to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my signature and official seal in the county and state aforesaid this 8th day of August, 1995.

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Jack M. Lomano
JACK M. LOMANO
Registered Agent

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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