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December 29, 1995

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Corporate Records Bureau
Division of Corporations
Office of the Secretary of State
P. O. Box 6327
Tallahassee, FL 32314

Re: JA-RJ, INC.

Dear Sir/Madam:

Enclosed is an original and copy of the Articles of Incorporation for JA-RJ, INC.. Also enclosed is my office check in the amount of \$122.50 which represents \$35.00 for filing fee, \$35.00 for Resident Agent designation and \$52.50 for a certified copy, which is to be returned to me at the above address after filing.

Thank you for your assistance.

Very truly yours,


HERBERT PANKEN

HP:es
Encl:

BROWN JAN - 8 1996

ARTICLES OF INCORPORATION

OF

JA-RJ, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation for the purpose hereinafter stated, do hereby certify as follows:

ARTICLE I.

The name of this corporation shall be and is hereby declared to be JA-RJ, INC.

ARTICLE II.

The general nature of the business to be transacted by this corporation, together with, and in addition to those powers conferred by the Laws of Florida and the principles of common law upon corporations organized under and by virtue of the Laws of Florida, is the following:

All lawful business.

In furtherance, and not in limitation, of the general powers conferred by the Laws of the State of Florida and the objects and purposes herein set forth, it is expressly provided that this corporation shall also have the following powers, to-wit:

To take, own, hold, deal in, mortgage or otherwise give liens against, and to lease, sell, exchange, transfer, or in any manner whatsoever buy or dispose of real property within or without the State of Florida, wherever situated.

To manufacture, purchase or acquire in any lawful manner and to hold, own, mortgage, pledge or otherwise to give liens against, and to lease, sell, assign, exchange, transfer, or in any manner dispose of, to deal and trade in and with, and to invest in goods, wares, merchandise and property of any and every class and description, both within Florida and out of Florida.

To enter into, make, perform contracts of every kind for any lawful purpose with any person, firm association or corporation, municipality, body politic, county, territory, state, government or colony or dependency thereof.

To acquire the good will, rights of property of any person, firm or corporation, and the whole or any part of their assets, tangible or intangible, to pay for the said good will, rights, property, and assets in cash, the stock of this company, bonds, or otherwise, or by undertaking the whole or any part of the liabilities of the transferrer; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.

To apply for, purchase, register, or in any manner to acquire and to hold, own, use, operate and introduce, and to sell, lease, assign, pledge, or in any manner dispose of, and in any manner deal with patents, patent rights, licenses, copyrights, trademarks, trade names and to acquire, own, use or in any manner dispose of any and all inventions, improvements and processes, labels, designs, brands, or other rights, to work, operate or develop the same, and to carry on any business, manufacturing or otherwise, which may directly or indirectly effectuate these objects or any of them.

Without limit as to amount to draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, so far as may be permitted by the Laws of the State of Florida.

To have one or more offices, conduct its business and promote its objects within and without the State of Florida, without restriction as to place or amount, but subject to the laws of such state, district, territory, colony, dependency or country.

In general to carry on any other business in connection therewith, whether manufacturing, contracting or otherwise, not

forbidden by the Laws of the State of Florida, and with all powers conferred upon corporations by the Laws of the State of Florida.

It is the intention that each of the objects, purposes and powers specified in each of the paragraphs of this second Article of these Articles of Incorporation shall, except where otherwise specified, be nowise limited or restricted by reference to or inference from the terms of any other paragraph or of any other Article in these Articles of Incorporation, but that the objects, purposes and powers specified in this Article and in each of the Articles or paragraphs of these Articles of Incorporation shall be regarded as independent subjects, purposes and powers, and shall not be construed to restrict in any manner the general powers of this corporation, nor shall the expression of one thing be deemed to exclude another, although it be of like nature.

ARTICLE III

The amount of the total authorized capital stock which may be issued by the corporation is 100 shares of common stock of \$10.00 par value per share.

All or any part of said capital stock may be payable either in cash, property, labor or services at a just valuation to be fixed by the Board of Directors, and the judgment of such directors as to the value of such property, labor or services, shall, in the absence of fraud, be conclusive upon the stockholders and the parties dealing with the corporation. The capital stock may be issued and paid for at such time or times and upon such terms and conditions as the Board of Directors may determine and the amount

of the capital stock increased or decreased in the manner provided by law.

ARTICLE IV.

The amount of capital with which this corporation shall begin business is \$1,00.00.

ARTICLE V.

The existence of this corporation shall be perpetual and shall commence upon the filing of these Articles of Incorporation with the Secretary of State for the State of Florida.

ARTICLE VI.

The name of the registered agent and the registered office of this corporation in the State of Florida are respectively Naomi Friedman, 1420 Campbell Ave., Jacksonville, Florida 32207.

ARTICLE VII.

The number of directors of this corporation shall be not less than one.

ARTICLE VIII.

The names and post office addresses of the Board of Directors and Officers who, subject to the provisions of these Articles of Incorporation and the By-Laws to be adopted shall hold office until their successors are elected and qualified are:

<u>NAME</u>	<u>POSITION</u>	<u>ADDRESS</u>
James Burgener	President and Director	1420 Campbell Ave. Jacksonville, FL 32207
Rita Burgener	Secretary/Treasurer and Director	1420 Campbell Ave. Jacksonville, FL 32207

ARTICLE IX.

The names and post office addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock of this corporation which each agrees to take are as follows:

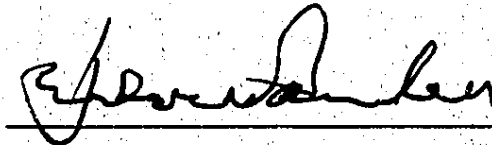
<u>NAME</u>	<u>NO. OF SHARES</u>	<u>ADDRESS</u>
Herbert Panken	1	4417 Beach Blvd. Suite 104 Jacksonville, FL 32207

The proceeds of which will amount to at least \$500.00.

ARTICLE X.

The post office address of the principal office of the corporation in Florida shall be 1420 Campbell Ave. Jacksonville, FL 32207.

I, the undersigned, being the sole original subscriber to the capital stock of this corporation for the purpose of forming a corporation, in pursuance of the laws of the State of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and do agree to take the number of shares of stock hereinbefore set forth, and accordingly hereunto have set my hand and seal this 26th day of December __, 1995.

 (SEAL)

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 26th
day of December, 1995, by HERBERT PANKEN.

SIMON D. ROTHSTEIN
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires July 4, 1998
Commission No. CC208178


Printed Name: Simon D. Rothstein
NOTARY PUBLIC - STATE OF FLORIDA

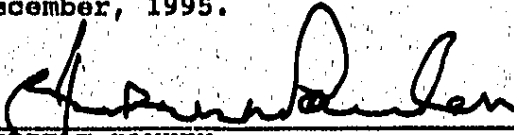
Personally Known _____ OR Produced Identification X
Type of Identification Produced Driving Permit

(S\JA-RJ.ART)

ASSIGNMENT

In consideration of the sum of \$1.00, the receipt of which is acknowledged, the undersigned hereby assigns and transfers his subscription rights to shares of stock of JA-RJ, INC. to JAMES BURGNER and RITA BURGNER.

DATED this 26th day of December, 1995.


HERBERT PANKEN

(S\JA-RJ.HIN)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

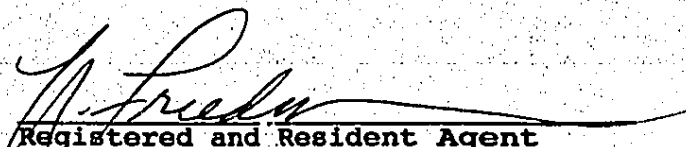
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TALLAHASSEE, FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said Act:

That JA-RJ, INC.,
desiring to organize under the laws of the State of Florida, with
its principal office as indicated in the Articles of Incorporation
at Jacksonville, Duval County, Florida, has named NAOMI
ERIEDMAN, whose address is 1420 Campbell Ave., Jacksonville,
FL 32207, as its agent to accept service of process within
this state.

ACKNOWLEDGMENT:

Having been named as registered agent and resident agent to
accept service of process for the above stated corporation at the
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 said office open.


Registered and Resident Agent