

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 \$ _____

RE:

JSR Properties, Inc.
JSR Investments, Inc.

96 JAN 30 PM 12:18

C.C. FEE.

DISBURSED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1996

CAPITAL CONNECTION, INC.
P O BOX 10349
TALLAHASSEE, FL 32302

SUBJECT: J & R PROPERTIES, INC.
Ref. Number: W96000002203

We have received your document for J & R PROPERTIES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 496A00003853

Corrected

DIVISION OF CORPORATIONS

96 JAN 30 PM 12:07

RECEIVED

ARTICLES OF INCORPORATION
OF

JSR INVESTMENTS, INC.

FILED
95 JAN 30 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act hereby adopt the following articles of incorporation:

FIRST: The name of this Corporation is JSR INVESTMENTS, INC.

SECOND: This corporation shall exist perpetually, commencing on the date these Articles of Incorporation are filed with the Secretary of State.

THIRD: This corporation is organized for the purpose of transacting any or all lawful business.

FOURTH: This corporation is authorized to issue Five Thousand (5,000) Shares of One dollar (\$1.00) par value common stock, which shall be designated "common stock".

FIFTH: Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding stock.

SIXTH: The principal office and mailing address of the corporation is 7415 S. A1A, #208, Melbourne Beach, Florida 32951.

SEVENTH: The street address of the initial registered office of this corporation is 7415 S. A1A, #208, Melbourne Beach, Florida 32951 and the name of the initial registered agent of this corporation at that address is JACK ROTHENBERG.

EIGHTH: This corporation shall have one director 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 director of this corporation is as follows:

JACK ROTHENBERG
7415 S. A1A, #208
Melbourne Beach, FL 32951

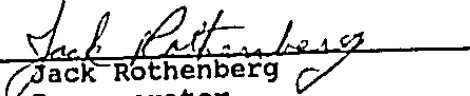
NINTH: The name and address of the initial officer of this corporation who shall hold office for the first year of the corporation, or until his successors are elected or appointed is:

JACK ROTHENBERG
President, Secretary, Treasurer
7415 S. A1A, #208
Melbourne Beach, FL 32951

TENTH: The name and address of the original incorporator of these articles of incorporation is:

JACK ROTHENBERG
7415 S. A1A, #208
Melbourne Beach, FL 32951

IN WITNESS WHEREOF, THE UNDERSIGNED have made and subscribed these Articles of Incorporation at Indian Harbour Beach, Florida on the 4 day of January, 1996.


Jack Rothenberg
Incorporator

STATE OF FLORIDA

FILED

DEPARTMENT OF STATE

96 JAN 30 PM 12:19

Certificate Designating Place of Business or Domicile for the OF STATE
Service of Process Within This State, Naming Agent Upon Whom SERVICE, FLORIDA
Process May Be Served.

In compliance with Section 48.091, Florida Statutes,
the following is submitted:

First - That JSE INVESTMENTS, INC., desiring to organize under
the laws of the State of Florida, with its principal place of
business at the city of Melbourne Beach, State of Florida, has
named JACK ROTHENBERG, 7415 S. A1A, #208, MELBOURNE BEACH, State
of Florida, as its agent to accept service of process within
Florida.

Jack Rothenberg
Corporate Officer

Title: President

Date: January 4, 1996

Having been named to accept service of process for the above
stated corporation, at the place designated in this certifi-
cate, I hereby agree to act in this capacity, and I further agree
to comply with the provisions of all statutes related to the
proper and complete performance of my duties.

Jack Rothenberg
JACK ROTHENBERG

Date: January 4, 1996

STATE OF FLORIDA
COUNTY OF BREVARD

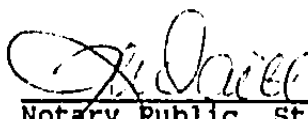
FILED

96 JAN 30 PM 12:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally, appeared JACK ROTHENBERG to me well known, and known to me to be the individual described in and who subscribed the above articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Indian Harbour Beach in said County and State this 4 day of January, 1996.



Notary Public, State of Florida
My Commission expires: