

P96000026441

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

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Service: Top Priority _____ Regular _____
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SN MAR 2 6 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	7/26		
TIME	11:00		CK No. _____
BY	DD		

WALK-IN
Will Pick Up _____

RE: JRCB, Inc. No 52504

	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)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U B.		
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

**ARTICLES OF INCORPORATION
OF
JRCB, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be: JRCB, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

P.O. Box 941705
Maitland, Florida 32794

ARTICLE III

NATURE OF BUSINESS AND POWERS

1. The nature of the business to be conducted or promoted and the purpose of the corporation are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Act of Florida, including, but not limited to the sale and renting of videotapes.

2. In furtherance of its corporate purposes, the corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the General Corporation Act of Florida.

ARTICLE IV

CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is:

10,000 shares of common stock

ARTICLE V

REGISTERED AGENT AND REGISTERED OFFICE

The name and address of the Registered Agent is:

Alexander Zouzoulas
1105 East Concord Street
Orlando, Florida 32803

ARTICLE VI

INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

Ron Brown
P.O. Box 941705
Maitland, Florida 32794

ARTICLE VII

BOARD OF DIRECTORS

This Corporation shall have one director 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 one.

ARTICLE VIII

INITIAL DIRECTORS

The name of the Directors of this Corporation and his street address is:

Ron Brown, P.O. Box 941705, Maitland, Florida 32794

The person named as Initial Director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX

RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

Ron Brown, 1,000 shares

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any incorporator, officer or director or any former incorporator, officer, or director to the full extent permitted by law.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority of the Board of Directors, unless all of the Directors sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII

TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE XIII

BYLAWS

The power to adopt, amend or repeal bylaws for the management for this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE XIV

SUBCHAPTER S ELECTION

This corporation shall be treated as a small business corporation under Subchapter S of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned, as Incorporator and President has executed the foregoing Articles of Incorporation this 25th day of March, 1996.



RONALD BROWN, Incorporator
and President

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

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.


ALEXANDER LOUKOULAS
Registered Agent

Dated: March 5, 1996

RECEIVED
MARCH 10 1996
STATE OF NEW YORK
DEPARTMENT OF STATE