

P96000035746

CHARLES V. KESSEL, Jr.
ATTORNEY AT LAW
3000 NORTH ATLANTIC AVENUE
POST OFFICE BOX 321225
COCOA BEACH, FLORIDA 32932-1225

Facsimile
(407) 783-1880

Telephone
(407) 783-1850

April 17, 1996

Corporate Records Bureau,
Department of State,
P. O. Box 6327,
Tallahassee, FL 32314.

Re: J. M. Management Environmental
Services, Inc.

To The Personnel Concerned:

Enclosed you will find an original and one copy of the proposed Articles of Incorporation for the above referenced corporation, together with the Designation of Resident Agent.

Also enclosed is my check in the sum of \$120.00 to be applied as follows:

Filing fee	35.00
Certified copy of articles	50.00
Appointment of Resident Agent	<u>35.00</u>
	\$ 120.00

Thank you.

Very truly yours,

C. V. Kessel, Jr.
C. V. Kessel, Jr.

CVK/cl

Enclosures

200001790522
-04/23/96--01077--018
****120.00 ****120.00

FILED
96 APR 22 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTER APR 25 1996

ARTICLES OF INCORPORATION
OF

7:11:31 PM
96 APR 22 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. M. MANAGEMENT ENVIRONMENTAL SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation is:

J. M. MANAGEMENT ENVIRONMENTAL SERVICES, INC.

ARTICLE II

The general purposes for which the corporation is organized are:

To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with the foregoing business as permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five thousand (5,000) shares of common stock, each share having a par value of One Dollar (\$1.00) per share. The common shareholders of this corporation shall be entitled as such, as a matter of right, to be first offered the opportunity to purchase or subscribe for any stock of any class which the corporation may issue or sell, or any portion thereof, at fair market value, pro-rata to said common shareholders in relation to their then present holdings.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The street address of the initial registered office and principal office of the corporation is 5300 Ocean Beach Blvd., #406, Cocoa Beach, FL 32931, and the name of its initial registered agent at such address is Malcolm E. McLouth. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI

This corporation shall initially have two (2) director(s). The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders.

ARTICLE VII

The name and street address of the first officers and directors, who subject to the provisions of the Articles of Incorporation, the By-Laws of this corporation, and the laws of Florida, shall hold office for the first year of the corporation's existence, or until his successor is elected and has qualified are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
JUDITH L. McLOUTH	President and Director	5300 Ocean Beach Blvd. #406 Cocoa Beach, FL 32931
MALCOLM E. McLOUTH	V. President, Secretary/Treasurer and Director	5300 Ocean Beach Blvd. #406 Cocoa Beach, FL 32931

ARTICLE VIII

The name and street address of the subscriber to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Malcolm E. McLouth	5300 Ocean Beach Blvd., #406, Cocoa Beach, FL 32931

ARTICLE IX

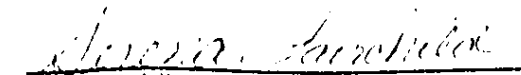
These Articles of Incorporation shall be effective upon receipt and filing in the office of the Florida Secretary of State.

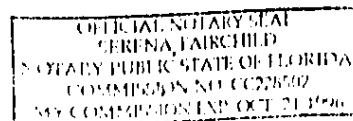
Executed by the undersigned at Cocoa Beach, Florida on April 15, 1996.


Malcolm E. McLouth

STATE OF FLORIDA)
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me on April 15, 1996, by Malcolm E. McLouth, who is personally known to me or who furnished his/her Florida drivers license for identification..


Notary Public



FILED
96 APR 22 AM 7:31
SECRET
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

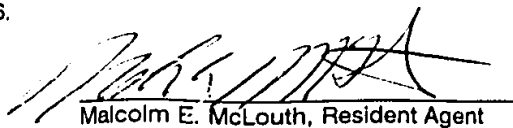
Pursuant to Section 48.091, Florida Statutes, the following is submitted;

J. M. MANAGEMENT ENVIRONMENTAL SERVICES, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the city of Cocoa Beach, county of Brevard, state of Florida, has named MALCOLM E. McLOUTH, whose registered office is located at 5300 Ocean Beach Boulevard, #406, Cocoa Beach, Florida 32931, as its Agent to accept Service of Process within this state.

ACKNOWLEDGMENT

Having been named 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 open said office.

Executed on April 15, 1996.


Malcolm E. McLouth, Resident Agent