

P96000042936

AMARI, THERIAC & EISENMENGER, P.A.

Attorneys and Counselors At Law

SHAREHOLDERS:

Richard S. Amari
James S. Theriac, III
Gregory W. Eisenmenger
Mitchell S. Goldman
Kohn Bennett
Bradley Roger Bettin, Sr.
David M. Presnick
Robert R. Berry
Mark S. Peters

Anthony A. Garganese
Carla Seelye Freitag*
* (Admitted in TX & GA only)

Reply To: Cc: on

May 10, 1996

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
607 N. W. Washington Road
Tallahassee, Florida 32304
Telephone (407) 259-6611
Fax (407) 259-6624

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

600001821816
-05/15/96--01034--008
****122.50 ****122.50

Re: **J&B PROPERTY MANAGEMENT, INC.**

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation for the above proposed Florida corporation, along with my check in the amount of \$122.50, for payment of the following:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
Registered Agent Fee	\$35.00

Please file the enclosed Articles and return a certified copy to me. Thank you for your assistance in this matter.

Sincerely,

Kohn Bennett /edr

Kohn Bennett, Esquire

KB/edr
Enclosures

FILED
96 MAY 13 PM 6:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*New P
P96
5/20*

**ARTICLES OF INCORPORATION
OF
J&B PROPERTY MANAGEMENT, INC.**

1977 MAY 13 PM 6:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopt the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is **J&B PROPERTY MANAGEMENT, INC.**

ARTICLE II
Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III
Purposes

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE IV
Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$0.10 per share.

ARTICLE V
Initial Registered Office and Agent

The street address of the corporation's initial registered office, and the name of its initial registered agent at that office is as follows: **ROBERT W. WILLIAMS**, 1980 North Atlantic Avenue, Suite 201, Cocoa Beach, Florida 32931.

The principal office of the corporation is as follows: 1980 North Atlantic Avenue, Suite 201, Cocoa Beach, Florida 32931.

ARTICLE VI
Directors

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

Section 6.2 Initial Directors. The names and street addresses of the initial directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
ROBERT W. WILLIAMS	1980 North Atlantic Avenue Suite 201 Cocoa Beach, Florida 32931
JOSEPH STAZZONE	1980 North Atlantic Avenue Suite 201 Cocoa Beach, Florida 32931

ARTICLE VII
Incorporator

The name and street address of the incorporator of this corporation is:

<u>NAME</u>	<u>STREET ADDRESS</u>
ROBERT W. WILLIAMS	1980 North Atlantic Avenue Suite 201 Cocoa Beach, Florida 32931

ARTICLE VIII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

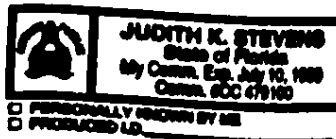
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this 3 day of May, 1996.


ROBERT W. WILLIAMS

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 3 day of May, 1996, by **ROBERT W. WILLIAMS**.


NOTARY PUBLIC



CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with FLA. STAT. Section 607.0505, the following is submitted:

J&B PROPERTY MANAGEMENT, INC., desiring to organize or qualify under the laws of the State of Florida hereby designates **ROBERT W. WILLIAMS** as its registered agent

to accept service of process within the State of Florida and the address of its registered office shall be 1980 North Atlantic Avenue, Suite 201, Cocoa Beach, Florida 32931.


ROBERT W. WILLIAMS

DATED: May 3rd 1996

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


ROBERT W. WILLIAMS

DATED: May 3rd 1996

FILED
96 MAY 13 PM 6:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA