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OF COUNSEL

May 29, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/04/96--01056--0006
****122.50 ****122.50


RE: JCL Import Export, Inc.

Dear Madam/Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for filing in regard to the above-referenced corporation. Please confirm receipt and filing of the articles with our office. I have enclosed a check in the amount of \$122.50 to cover the cost of the filing fee.

If you have any questions, please do not hesitate to contact my office.

Sincerely,


James R. Stearns
JRS/laa/articles sos
Enclosures

FILED
95 JUN -4 AM 10:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

GB 6/7/96

ARTICLES OF INCORPORATION
OF
JCL IMPORT EXPORT, INC.

96 JUN -4 AM 6:22

STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT

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 NAME

The name of the corporation shall be JCL IMPORT EXPORT, INC.

ARTICLE II LOCATION

The location of this corporation shall be:

1344 Pine Ridge Cir. E., F-2
Village 1
Tarpon Springs, FL 34689

ARTICLE III NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other State, Country, Territory or Nation.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V INITIAL
REGISTERED OFFICE
AND AGENT

The street address of the initial registered office of this corporation is 1344 Pine Ridge Cir. E., F-2, Village 1, Tarpon Springs, FL 34689, and the name of the initial registered agent of this corporation at that address is Jean-Claude Lepretre.

ARTICLE VI TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII DIRECTORS

The corporation shall have one (1) director initially. The name and street address of the initial member of the Board of Directors is:

Jean-Claude Lepretre
1344 Pine Ridge Cir., E., F-2
Village 1
Tarpon Springs, FL 34689

ARTICLE VIII OFFICERS

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

Jean-Claude Lepretre - President/Secretary-Treasurer

ARTICLE IX SUBSCRIBER

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

<u>Name and Address</u>	<u>No. of Shares</u>	<u>Amount</u>
Jean-Claude Lepretre 1344 Pine Ridge Cir., E., F-2 Village 1 Tarpon Springs, FL 34689	1000	\$1,000.00

ARTICLE X PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at that election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of shares, or by distributing those votes on the same principle among any number of candidates.

ARTICLE XII AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any

amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29th day of May, 1996.

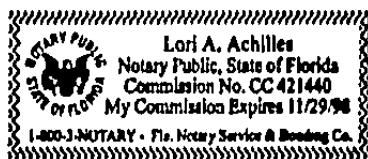


JEAN-CLAUDE LEPRETRE

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing Articles of Incorporation were acknowledged before me this 29th day of May, 1996, by JEAN-CLAUDE LEPRETRE, who is personally known to me or who has produced FL Drivers License as identification and who did take an oath, and acknowledged to and before me that he has executed the foregoing instrument for the purposes therein expressed.

NOTARY PUBLIC:



SIGN Lori A. Achilles
PRINT Lori A. Achilles
State of Florida at Large (Seal)
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent 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 to the proper and complete performance of my duties.



JEAN-CLAUDE LEPRETRE

95 JUN -4 AM 8:22
RECEIVED
CLERK OF THE STATE
TREASURY DEPT
TALLAHASSEE, FLORIDA