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June 5, 1996

VIA EXPRESS MAIL

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

Re: New Corporation
J & B Paper Stores, Inc.

EDUCID 1854528
-05/06/96--01128--017
****122.50 ****122.50

Dear Sir/Madam:

Please find enclosed the Articles of Incorporation for filing with the Secretary of State for this new corporation. After filing the enclosed, please provide us with a certified copy of same. This law firm's check in the amount of \$122.50 is enclosed for the filing and certified copy.

Thank you for your cooperation in this matter and if you have any questions regarding the enclosed, please do not hesitate to call.

Sincerely yours,

T. L. McCollough
Terry L. McCollough

TLM/jgk
Enclosures

F:\jgk\jgk\paper\lrm.wpd

Terry GAVE
AUTHORIZATION BY PHONE TO
CORRECT RA Acceptance
DATE 6/10/96
DOC. EXAM BP

96 JUN -6 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

B. REGISTER JUN 10 1996

ARTICLES OF INCORPORATION

OF

J & B PAPER STORES, INC.

FILED

96 JUN -6 AM 8:57

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator for the purpose of forming a corporation for profit under the provisions of Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE 1. NAME

The name of the corporation is:

J & B PAPER STORES, INC.

ARTICLE 2. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE 3. PURPOSES

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

(a) To engage in every phase and aspect of business lawful to a corporation formed under the laws of the State of Florida;

(b) To invest the funds of the corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the corporation's business activities.

(c) To do everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and in general, either alone or in association with other corporations,

This instrument prepared by:

Terry L. McCollough, Esquire
Terry L. McCollough, P.A.
538 East Washington Street
Orlando, FL 32801
(407) 420-9182
Fla. Bar. No. 562361

firms, or individuals, to carry on any lawful pursuit necessary to incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of the corporation otherwise permitted by law.

ARTICLE 4. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full part value of the shares.

ARTICLE 5. INITIAL OFFICE AND REGISTERED AGENT

The street address of the initial office of the corporation is 277 Babcock Street, Melbourne, Florida 32935. The name of the corporation's initial registered agent is Terry L. McCollough, Esquire, located at 538 East Washington Street, Orlando, Florida, 32801.

ARTICLE 6. INCORPORATOR

The name and address of the incorporator is as follows:

Terry L. McCollough, Esquire
538 East Washington Street
Orlando, FL 32801

ARTICLE 7. DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Jack Lee Kerwood
277 Babcock Street
Melbourne, FL 32935

Paul Robert Harvey
Post Office Box 2086
Orlando, FL 32802

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J & B Paper Stores, Inc.
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ARTICLE 8. CUMULATIVE VOTING FOR DIRECTORS

Every shareholder having the right to vote as a meeting of shareholders shall be entitled, in any election of directors, to that number of votes equal to the number of shares held by that shareholder multiplied by the number of directors to be elected, and each shareholder may either cast all these votes for a single candidate or distribute them among any two or more of the candidates. In voting on all other proposals, each shareholder having the right to vote shall be entitled to one vote for each share of voting stock held.

ARTICLE 9. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the directors.

ARTICLE 10. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on the board of directors and shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of June, 1996.



Terry L. McCollough
Incorporator & accepting the
designation as registered agent
for the corporation.