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FILED
96 JUN 13 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 12, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

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***122.50

Re: ARTICLES OF INCORPORATION FOR: JOAL INVESTMENT GROUP, INC.

Gentlemen:

Please file with the Secretary of State, Division of Corporations, the enclosed original and copy of the Articles of Incorporation and Resident Agent for the above captioned proposed corporation.

Please have the Secretary of State endorse his approval of the Articles of Incorporation on the copy, certify it and return same to this office.

Attached is a check for the sum of \$122.50 payable to the Secretary of State to cover the following:

Filing Fee	35.00
Certified Copy	52.50
Registered Agent	35.00

Total 122.50

Your earliest completion of this request will be appreciated.

Sincerely,

Jerome F. Skrandel
Jerome F. Skrandel

JFS:ps
enclosures

6/14/96

**ARTICLES OF INCORPORATION
OF
JOAL INVESTMENT GROUP, INC.**

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TALLAHASSEE, FLORIDA

I the undersigned, hereby make and file these Articles to become a Florida corporation for profit.

ARTICLE 1. The name of the corporation shall be JOAL INVESTMENT GROUP, INC. The address of the principal office and the mailing address of the corporation is 4420 Camrose Lane, West Palm Beach, Florida 33417.

ARTICLE 2. This corporation shall have: perpetual duration, commencing with the time of the filing of its Articles of Incorporation by the Department of State; succession in its corporate name; all of the same powers as an individual to do all things necessary or convenient to carry out its business and affairs; and, all general and emergency powers provided for corporations pursuant to Chapters 607.0302 and 607.0303 of the Florida Statutes.

ARTICLE 3. The general purposes for which this corporation is initially organized are to engage in the operation of an automobile service station, to invest in profitable business ventures, and to transact any and all lawful business for which corporations may be incorporated under the laws of Florida.

ARTICLE 4. The aggregate number of shares which the corporation shall have authority to issue shall be of one class only and shall consist of Five Hundred (500) shares of common stock with a par value of One Dollar per share.

ARTICLE 5. The street address of its initial registered office shall be 4420 Camrose Lane, West Palm Beach, Florida 33417, and the name of its initial registered agent at said address shall be John A. Hamati, who is appointed registered agent pursuant to the provisions of Chapter 607 of the Florida Statutes for all purposes required by law, including the acceptance of service of process.

ARTICLE 6. The number of directors of this corporation shall be Two (2).

ARTICLE 7. The following are the names and addresses of the initial directors of this corporation, who shall hold office for the first year or until their successors are chosen:

John A. Hamati
4420 Camrose Lane
West Palm Beach, Florida 33417

Albert I. Khoury
607 S. Hill St. Suite 424
Los Angeles, California 90014

ARTICLE 8. The corporation shall have the following officers: President, Secretary and Treasurer. The following are the names and addresses of the first officers of this corporation

who shall hold office for the first year or until their successors are chosen:

President: John A. Hamati
4420 Camrose Lane
West Palm Beach, Florida 33417

Vice President: Albert I. Khoury
607 S. Hill St. Suite 424
Los Angeles, California 90014

Secretary John A. Hamati
4420 Camrose Lane
West Palm Beach, Florida 33417

Treasurer: John A. Hamati
4420 Camrose Lane
West Palm Beach, Florida 33417

ARTICLE 9. The following is the name and address of the incorporator of this corporation, the number of shares of stock for which he has subscribed, and the value of the consideration he has paid therefor:

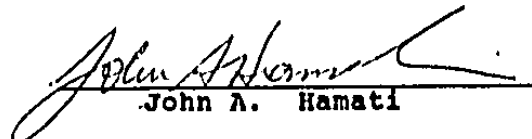
John A. Hamati
4420 Camrose Lane
West Palm Beach, Florida 33417

who has subscribed for 100 Shares of common stock, having a par value of \$1.00, for which he has paid full consideration.

ARTICLE 10. These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the directors of the corporation, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

I, the undersigned incorporator, being the original subscriber to these Articles of Incorporation and to the capital stock as herein set forth, do hereby make and file this certificate hereby declaring and certifying the facts herein stated are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12 day of June, 1996.


John A. Hamati

STATE OF FLORIDA

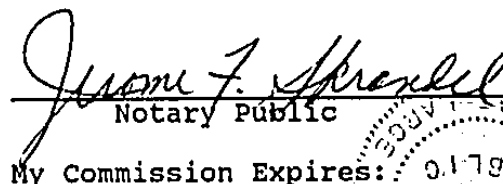
COUNTY OF PALM BEACH

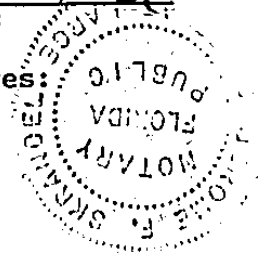
The foregoing instrument was acknowledged before me this 12 day of June, 1996, by John A. Hamati, President, Director, and Registered Agent of JOAL INVESTMENT GROUP, INC., on behalf of the corporation. He is personally known to me and has produced his driver's license as identification and he did take an oath.

IN WITNESS WHEREOF, I hereunto set my hand and official seal in the County and State aforesaid, this 12 day of June, 1996.



JEROME F. SKRANDEL
My Commission CC415819
Expires Nov. 08, 1998
Bonded by NFNU
800-224-0368


Notary Public
My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I, John A. Hamati, am familiar with, and accept, all of the obligations of a resident agent for a Florida corporation, and I hereby accept my simultaneous appointment herein as Registered Agent of JOAL INVESTMENT GROUP, INC. pursuant to the provisions of Chapter 607 of the Florida Statutes, for all purposes required by law, including service of process, this 12 day of June, 1996.



John A. Hamati