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June 25, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700001879877
-07/01/96--01002--007
*****70.00 *****70.00

Re: James R. Green/J. Green, Inc.

Dear Florida Department of State:

Enclosed please find the Articles of Incorporation for filing. I have also enclosed a check in the amount of \$70.00, plus an original and one copy of the Articles. Please stamp one of the copies - *filed copy* and return it to me in the stamped addressed envelope provided.

If you have any questions, please call.

Very truly yours,
TREADWELL, STETLER, ERICKSON,
CIMINO & McELRATH



Richard D. Cimino

RDC:ert
Enc.

cc: James R. Green

7-2-96



FILED
96 JUN 28 AM 8:04
SECRETARY OF
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
J. GREEN, INC.

FILED
JUN 28 AM 6:04
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME AND ADDRESS

The name of the corporation is J. GREEN, INC., and its initial post office address and its principal office for conducting business is: 27873 Hacienda Village, Number 36, Hacienda Village Drive, Bonita Springs, Florida 33923.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date filed with the Department of State for the State of Florida.

ARTICLE III - PURPOSES AND POWERS

The purposes of this corporation shall include the transaction of any activity or business permitted under the laws of the United States and this State, and this corporation shall have all powers granted to corporations under said laws.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 **par value common stock.**

ARTICLE V - 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 thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial Registered Agent of this corporation is JAMES R. GREEN, and his address is 27873 Hacienda Village, Number 36, Hacienda Village Drive, Bonita Springs, Florida 33923.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are:

JAMES R. GREEN
27873 Hacienda Village, Number 36, Hacienda Village Drive,
Bonita Springs, Florida 33923

ARTICLE VIII - MANAGEMENT OF CORPORATION

The business of the corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors.

ARTICLE IX - ACTION BY SHAREHOLDER WITHOUT A MEETING

The shareholders of this corporation may take action by written consent, as provided by law, unless otherwise provided in these Article or by the By-Laws of this corporation.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify its officers or any former officers to the full extent permitted by law.

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the shareholders.

ARTICLE XII - AMENDMENT

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 shareholders is subject to this reservation.

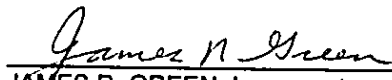
ARTICLE XIII - RESTRICTIONS ON STOCK TRANSFERS

Each shareholder of any class of stock of the corporation which he or she may hereafter intend to acquire may not complete the transfer without first making it available for purchase by the corporation and then to the remaining shareholders of the corporation, should the corporation elect not to purchase any or all of such stock. The manner in which this option may be elected shall be prescribed by the By-Laws of this corporation.

ARTICLE XIV - 1244 STOCK

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

IN WITNESS WHEREOF, I, the undersigned, being the original incorporator to the capital stock hereinbefore named, have hereunto set my hand and seal this 19th day of JUNE, 1996.



JAMES R. GREEN, Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted
In compliance with said Act.

First - That J. GREEN, INC., desiring to organize under the laws of the
State of Florida with its principal office as indicated in the Articles of
Incorporation of J. GREEN, INC., has named JAMES R. GREEN, located at
27873 Hacienda Village, Number 36, Hacienda Village Drive, Bonita Springs,
Florida 33923, 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 the Certificate, I hereby accept to act in
this capacity and agree to comply with the provisions of said Act relative to
keeping open said office.

James R. Green
JAMES R. GREEN

The foregoing instrument was acknowledged before me this 19 day of

June, 1996, by JAMES R. GREEN.

(S E A L)

Bonnie K. McElwee

NOTARY PUBLIC

MY COMMISSION EXPIRES: 6/1/97

BONNIE K. McELWEE
NOTARY PUBLIC - DELAWARE
My Commission Expires June 1, 1997

STATE OF DELEWARE

COUNTY OF New Castle

The foregoing instrument was acknowledged before me this 19 day
of June, 1996, by JAMES R. GREEN.

Bonnie K. McElwee

NOTARY PUBLIC

MY COMMISSION EXPIRES: 6/1/97

BONNIE K. McELWEE
NOTARY PUBLIC - DELAWARE
My Commission Expires June 1, 1997

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