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PHARTHWEIGHT ACCOUNTINON OF CORPORATION

REFERENCE + 049456

541GA

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : August 9, 1996

ORDER TIME : 4:24 PM

ORDER NO. 1 042456

CUSTOMER NO:

5416A

SDDDD1818865

CUSTOMER: Ms. Rita Garrett

CRAMER HABER MCDONALD &

LEVINE, P.A.

1311 North Church Avenue

Tampa, FL 33607

DOMESTIC FILING

NAME:

ACME TRAVEL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

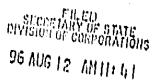
CERTIFIED COPY

_ PLAIN STAMPED COPY

. CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

ACME TRAVEL, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE T. NAME

The name of the corporation shall be:
ACME TRAVEL, INC.

The address of the principal office of this corporation shall be 1131 North Church Avenue, Tampa, Florida 33607 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Mays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

> Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 9, 1996.

CORPORATION SERVICE COMPANY

Agent, Deborah D.

DIVISION OF CORPORATIONS

96 AUG 12 All 11: 41

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

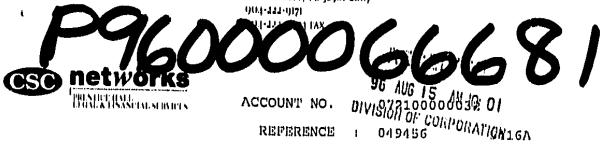
By: Lleborah D. Skipper

It's Agent, Deborah D. Skipper

DGS

1201 HAYS STREET TATTAMASSIC, EL 14101-2607

800-142-0086



REFERENCE

AUTHORIZATION

COST LIMIT

ORDER DATE : August 9, 1996

ORDER TIME :

3:38 PM

ORDER NO. 1 049456

CUSTOMER NO:

5416A

2000001922742

CUSTOMER: Ms. Rita Garrett

Cramer Haber Mcdonald & 1311 North Church Avenue

Tampa, FL 33607

DOMESTIC AMENDMENT FILING

NAME: ACME TRAVEL, INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS

..... اعتربواس.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 15, 1996

CSC NETWORKS DANIEL TALLAHASSEE, FL

SUBJECT: ACME TRAVEL, INC. Ref. Number: P96000066681

RESUBMIT

Please give original submission date as file date.

We have received your document for ACME TRAVEL, INC. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call 5 (904) 487-6957.

Joy Moon-French Corporate Specialist

Letter Number: 296A0003893



ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

APTICLE I of the Articles of Incorporation of ACME TRAVEL, INC. shall be amended to read as follows:

ARTICLE I. NAME

The name of the corporation shall be:

JANICE TRAVEL INTERNATIONAL, INC.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 14th day of August, 1996.

Corporation Service Company It's Incorporator

Gail Shelby, As Agent

dwl

066681 1311 N. Church Avenue Office Use Only CG RPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) □ Walk in Pick up time Certified Copy □ will wait Mail out Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment **NonProfit** Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report 8 1997 MAY Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

CR2E031(1/95)

Examiner's Initials

AMENDMENT TO ARTICLES OF INCORPORATION

QE

JANICE TRAVEL INTERNATIONAL, INC.

WHEREAS, the Articles of Incorporation of JANICE TRAVEL INTERNATIONAL, INC., formerly Acme Travel, Inc., were filed with and approved by the Secretary of State of Florida on August 12, 1996; and

WHEREAS, it is the intention of all of the Directors and Shareholders of the corporation that the Articlas of Incorporation of the corporation be amended in accordance with the proposed amendment hereinafter set forth; and

WHEREAS, the proposed amendment to the Articles of Incorporation of the corporation hereinafter set forth was approved by all of the Directors and Shareholders of the corporation pursuant to the provisions of Florida law on April 21, 1997, and

WHEREAS, the Directors and Shareholders have adopted a Resolution calling for the amendment to the Articles set forth herein.

NOW, THEREFORE, the Articles of Incorporation of Janice Travel International, Inc. are hereby amended as follows:

ARTICLE I. NAME

The name of the corporation shall be:

J.R. FINANCIAL INVESTMENTS, INC.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 22 day of April, 1997.

RICHARD M. HABER, President/Director

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this ___ day of April, 1997, by Richard M. Haber, as President of Janice Travel International, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me.

NOTARY PUBLIC

(Print Name) LINDA GAVE State of Florida at Large (Seal) My Commission Expires:

corp\namechng.jr

EXPIRES JAN 11, 2001 BONDED TI TROUGH ATLANTIC BONDARS CO. FIC