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96 AUG -8 PM 3:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 1, 1996

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*****70.00 *****70.00

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

SUBJECT: J.D.S. of Brevard, Inc.


To Whom It May Concern:

With respect to the above, I herewith enclose an original and one copy of the Articles of Incorporation for the referenced corporation and a check in the amount of \$70.00 which represents the following fees:

Filing Fee	\$35.00
Registered Agent	\$35.00

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Sincerely,


James D. Sears

60 MERRITT ISLAND Cswy
MERRITT ISLAND FL 32952

8/12/96
JD

**ARTICLES OF INCORPORATION
OF
J.D.S. OF BREVARD, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is J.D.S. of Brevard, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of selling retail, and any other lawful purposes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7000 shares of \$1.00 par value common stock.

ARTICLE V - ADDRESS OF PRINCIPLE OFFICE

The initial post office address of the principle office of this corporation shall be 60 Merritt Island Causeway, Merritt Island, Florida 32952 and the street address is the same.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 60 Merritt Island Causeway, Merritt Island, Florida 32952 and the name of the initial registered agent of this corporation at that address is James D. Sears.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be increased at any time by the By-laws but shall never be less than one. The name and address of the initial Director of this corporation is:

PRESIDENT

James D. Sears
60 Merritt Island Causeway
Merritt Island, Florida 32952

SECRETARY/TREASURER

James D. Sears
60 Merritt Island Causeway
Merritt Island, Florida 32952

ARTICLE VIII - FISCAL YEAR

The fiscal year of the corporation shall be from January 1 to December 31.

ARTICLE IX - INCORPORATION

The name and address of the person signing these article is:

James D. Sears
60 Merritt Island Causeway
Merritt Island, Florida 32952

ARTICLE X - BY-LAWS

The initial By-laws of this corporation shall be adopted by the Board of Directors. Thereafter, By-laws may be amended by manority vote from the Board of Directors, and may also be amended by majority vote of the stockholders.

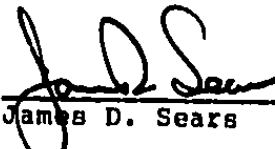
ARTICLE XI - SHAREHOLDERS MEETINGS

The first annual shareholders meeting shall be hold within ninety (90) days of the creation of this Corporation at a place and time to be determined by the Board of Directors. Thereafter, the place and time for the annual stockholders meeting shall be as determined by the By-laws of the corporation.

ARTICLE XII - QUORUM AND MAJORITY

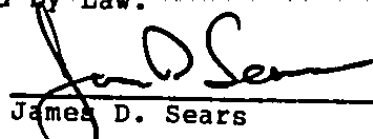
At all meetings of the Board of Directors of this Corporation, and at all meetings of the stockholders of this Corporation, a quorum for such meeting shall consist of a majority of those eligible to vote, and a majority of those actually voting shall be sufficient to take any action.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of JUNE, 1954.


James D. Sears

ACCEPTANCE

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.


James D. Sears