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AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 6, 1996

ORDER TIME : 10:02 AM

ORDER NO. : 076908

CUSTOMER NO: 126795A

CUSTOMER: Evan R. Marbin, Esq  
FRANKLIN & MARBIN, P.A.

Penthouse 104  
48 East Flagler Street  
Miami, FL 33131

600001941166  
-09/06/96--01050--005  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: J.S.C. CORP.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP -6 PM 2:25

RECEIVED  
96 SEP -6 AM 11:20  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**

**of**

**J.S.C. CORP.**

FILED  
STATE  
INCORPORATIONS  
96 SEP -6 PM 2:25

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be J.S.C. CORP.

**ARTICLE II**

This corporation shall commence its perpetual existence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

**ARTICLE III**

The general purpose for which this corporation is organized is to transact any or all lawful business permitted under the laws of the State of Florida.

**ARTICLE IV**

The aggregate number of shares which the corporation shall have authority to issue shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u>	<u>Class of Stock</u>
1,000	\$1.00	Common

All of said stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

#### ARTICLE V

The street address of the initial registered office of this corporation and its initial registered agent are as follows:

EVAN R. MARBIN, ESQ.  
48 East Flagler Street  
Penthouse 104  
Miami, Florida 33131

#### ARTICLE VI

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time, unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by the shareholders. The name and address of the first directors of the corporation who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

JEFFREY QUITTNER  
4045 Sheridan Avenue  
Suite 245  
Miami Beach, Florida 33140

#### ARTICLE VII

The name and address of the Incorporator is:

EVAN R. MARBIN, ESQUIRE  
48 East Flagler Street  
Penthouse 104  
Miami, Florida 33131

#### ARTICLE VIII

The address of the corporation is:

J.S.C. CORP.  
4045 Sheridan Avenue Suite 245  
Miami Beach, Florida 33140

#### ARTICLE IX

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

#### ARTICLE X

This corporation, by duly adopted action of the Board of Directors, may indemnify and insure its officers and directors to the extent permitted by the law either now existing or hereafter enacted.

*IN WITNESS WHEREOF*, the undersigned, being the original Incorporator of the above-named corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles, hereby declaring and certifying that the facts herein stated are true, and executes these Articles of Incorporation.

poration this 11 day of September, 1996.

  
EVAN R. MARBIN, ESQUIRE

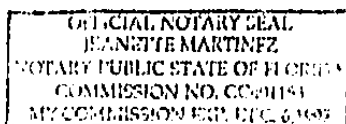
**ACKNOWLEDGMENT**

STATE OF FLORIDA)  
COUNTY OF DADE )

*BEFORE ME*, the undersigned authority, personally appeared EVAN R. MARBIN, ESQUIRE personally known to me to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

*WITNESS* my hand and official seal in the County and State named above this 9<sup>th</sup> day of September, 1996.

My Commission Expires:



  
NOTARY PUBLIC, State of Florida

Jeanette Martinez  
Print Notary Name  
Commission No.:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

J.S.C. CORP. desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, at 48 East Flagler Street, Penthouse 104, Miami, Florida 33131, has named EVAN R. MARBIN, ESQ., as its agent to

accept service of process within this State.

STATE  
CLERK  
95 SEP - 1 PM 2: 26

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of this Act relative to keeping said office open.

By:   
EVAN R. MARBIN