

09/05/96

12:12

WILLIAMSON, DIAMOND & CATON, P.A.

001

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TO: DIVISION OF CORPORATIONS
FROM: WILLIAMSON, DIAMOND & CATON, P.A.
CONTACT: RICHARD P CATON
PHONE: (813)390-3600

AX # 004 22-01
ACCT#: 074403003061
FAX #: (813)393-0450

NAME: J & J BUILDERS & DEVELOPERS, INC.
AUDIT NUMBER: H90000012393
DOC TYPE: FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS: 0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WFB-186361
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-6-96
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5-42321

09/11/96

13:35

WILLIAMSON, DIAMOND & CATON, P.A.

002



**LAW OFFICE OF
TIMOTHY C. SCHULER**

7843 Seminole Boulevard
Seminole, Florida 33772

FILED
SEP 5 1996
FBI
PHONE (813) 398-0011
FAX (813) 398-3498

September 6, 1996

SENT VIA FAX TO 904-922-3709

Florida Department of State
Division of Corporations
ATTN: TERRI BUCKLEY, Corporate Specialist
P.O. Box 6327
Tallahassee, FL 32314

DATE:	9/6/96
TIME:	
FAX:	
OPERATOR:	202

Re: Fax Audit No. W96000012393
Letter No. 496A00041673
Ref: W96000018634
J & J Builders & Developers, Inc.

Dear Ms. Buckley:

This letter is to confirm my telephone conversation with you on today's date, whereby I confirmed that it is our desire to continue with filing the above-referenced corporation as submitted yesterday under the name J & J Builders & Developers, Inc. We are aware that it is similar to an active corporation under the name of J & J Building Development, Inc., but request that this corporation be filed anyway.

We also request that the effective date of the corporation be the date that we transmitted the same to you, to wit: Thursday, September 5, 1996.

Please confirm acceptance and filing.

Sincerely yours,

Timothy C. Schuler

TCS/ed

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SEP - 5 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

J & J BUILDERS & DEVELOPERS, INC.

ARTICLE 1: NAME AND MAILING ADDRESS

The name of this Corporation is J & J BUILDERS & DEVELOPERS, INC., and its principal office or mailing address is: 10811 70th Avenue North, Seminole, Florida 33772.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of the State of Florida.

ARTICLE 3: PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 7843 Seminole Blvd., Seminole, Florida 33772, and the name of the initial registered agent is Timothy C. Schuler.

ARTICLE 6: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have two (2) directors. The number of directors may be either increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors of this Corporation are:

NAME

ADDRESS

JOSEPH ESPOSITO

10811 70th Avenue North,
Seminole, Florida 33772

JOSHUA ESPOSITO

17900 Gulf Blvd., Apt. 2-B
Redington Shores, FL 33708

ARTICLE 7: INCORPORATOR

The name and address of each person signing these

Timothy C. Schuler, Esq.
7843 Seminole Blvd.
Seminole, FL 33772

813-398-0011

SPN: 67698 FL Bar No: 251992

H96000012393

Articles is:**NAME****JOSHUA ESPOSITO****ADDRESS****17900 Gulf Blvd., Apt. 2-B
Redington Shores, FL 33708****ARTICLE 8: CUMULATIVE VOTING**

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE 9: PREEMPTIVE RIGHTS

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of issue then bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

ARTICLE 10: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 11: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 12: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these

09/03/96

12:14

WILLIAMSON, DIAMOND & CATON, P.A.

034

H96000012393

Articles of Incorporation this 5th day of September, 1996.

JOHNOA ESPPOSITO

"Incorporator"

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 5th day of September, 1996.

TIMOTHY C. SCHULER, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA