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LAW OFFICES

WETZEL AND GROSS
39 EAST 6TH STREET
HIALEAH, FLORIDA 33010
(305) 883-5595 • Fax (305) 883-5655

WILLIAM G. WETZEL JR.

RICHARD W. GROSS

October 10, 1996

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

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****122.50 ****122.50

Dear Sir,

Enclosed please find an original of Articles of Incorporation of JR II Corp. Also I've enclosed a check in the amount of \$122.50, for the following:

Filing Fees

For Profit corporation filing fee..\$35.00
Registered agent designation.....\$35.00
Certified copy.....\$52.50

Total. \$122.50

We are also enclosing a self-addressed, stamped envelope so that you may return this document to my office.

Very truly yours,


Richard W. Gross, Esq.

RWG:AP



~~W96-21833~~

TALLAHASSEE, FLORIDA

96 OCT 25 AM 10:32

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 15, 1996

RICHARD W. GOSS, ESQ.
WETZEL AND GROSS
39 EAST 6TH STREET
HIALEAH, FL 33010

SUBJECT: JR II CORP.
Ref. Number: W96000021833

We have received your document for JR II CORP., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

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

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 096A00047146

**ARTICLES OF INCORPORATION
OF
JR II Corp**

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INCORPORATION

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

ARTICLE I. NAME

The name of the corporation shall be JR II Corp.

ARTICLE II. PRINCIPAL OFFICE

The address of the principal office of this corporation shall be C/O Sandy Segall, Penthouse I, 2500 E. Hallandale Beach Blvd., Hallandale, Florida 33009.

ARTICLE III. 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 IV. DURATION

The corporation shall exist in perpetuity.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE VI. REGISTERED AGENT

The name of the initial registered agent of the corporation shall be Richard W. Gross, Esq., whose street address is 39 East 6th Street, Hialeah, Florida, 33010.

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have six (6) Directors. The name and street address of the members of the Board of Directors are:

1. Sandy Segall
Penthouses I
2500 E. Hallandale Beach Blvd.
Hallandale, Florida 33009

2. James P. Hollingsworth, III
9617 S.W. 74th Street
Miami, FL 33173
3. Randy Perini
Suite 710
2500 Hallandale Beach Blvd.
Hallandale, Florida 33009
4. Tony White
3727 N.E. 214th Street
Aventura, Florida 33180
5. Nigel Barklem
3727 N.E. 214th Street
Aventura, Florida 33180
6. Richard W. Gross
39 East 6th Street
Hialeah, FL 33010

ARTICLE VIII. INCORPORATOR

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

Richard W. Gross
39 East 6th Street
Hialeah, FL 33010

ARTICLE IX. INDEMNIFICATION

The corporation shall indemnify its officers and directors to the full extent permitted under the law.

ARTICLE X. AMENDMENT.

The corporation reserves the right to amend or alter its Articles of Incorporation or any amendments thereto and any rights conferred herein upon the corporations shareholders are subject thereto.

IN WITNESS WHEREOF, the under -igned has hereunto set his hand
and seal on this 10th day of October, 1996.

By:


Richard W. Gross

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TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Richard W. Gross, Esquire, a practicing attorney, 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.

By:


Richard W. Gross, Esquire