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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: JAH WORKS, INC.

AUDIT NUMBER.....H96000015115

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortlham
Secretary of State

October 28, 1996

EMPIRE CORPORATE KIT COMPANY INC.

MIAMI, FL

SUBJECT: JAH WORKS, INC.
REF: W96000022873

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

PLEASE PUT THE TELEPHONE NUMBER IN THE PREPARER'S STATEMENT.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000015115
Letter Number: 496A00049611

ARTICLES OF INCORPORATION**H96000015115****OE****JAH WORKS, INC.**

The undersigned, Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is JAH WORKS, Inc., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office is 6110 NORTHWEST 6TH AVENUE, MIAMI, FLORIDA 33127 and the mailing address of the Corporation is 2155 NORTHWEST 130TH STREET, MIAMI, FLORIDA 33167.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property

JEANNETTE G. ANDREWS ESQ
TOOLS FOR CHANGE
6255 N. W. 7TH AVENUE
MIAMI, FL 33150
FL BAR# 0075124
305-751-8934

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or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office 2155 NORTHWEST 130TH STREET MIAMI, FLORIDA 33167, and the registered agent at that office is RICKY YOUNG.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have ONE (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

**RICKY YOUNG
2155 NORTHWEST 130TH STREET
MIAMI, FLORIDA 33167**

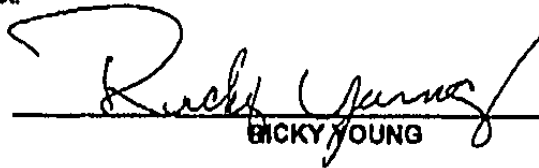
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ARTICLE IX: INCORPORATOR**H96000015115**

The Incorporator of the Corporation is as follows:

RICKY YOUNG
2155 NORTHWEST 130TH STREET
MIAMI, FLORIDA 33187

IN WITNESS WHEREOF, I, RICKY YOUNG, the undersigned Incorporator, have signed these Articles of Incorporation on this 25th day of October, 1996, and acknowledged the same to be my act.



RICKY YOUNG

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 25th day of October, 1996 by RICKY YOUNG, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a **FLORIDA DRIVER'S LICENSE** as identification.

NOTARY PUBLIC:

SIGN: PRINT: Geraldine M. Belle

STATE OF FLORIDA AT LARGE



Geraldine Mathis Belle
My Commission CC577001
Expires Aug. 18, 2000

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**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 the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First—That **JAH WORKS, Inc**, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of **MIAMI**, County of **DADE**, State of Florida, has named **RICKY YOUNG**, at, **2165 NORTHWEST 130TH STREET**, in the City of **MIAMI**, County of **DADE**, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: *Ricky Young*

RICKY YOUNG

DATE: October 25, 1996

FILED
96 OCT 28 PM 14:21
STATE
OF FLORIDA