

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

REQUEST TAKEN CONFIRMED APPROVED  
 DATE 12/18  
 TIME \_\_\_\_\_ CK No. \_\_\_\_\_  
 BY \_\_\_\_\_

WALK-IN Will Pick Up 12/18  
 11-3528-7 POWERS INC., THOMASVILLE, GA.

RE:

JC JW, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express <sup>SM</sup>		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S - 300002031973-4		
<input type="checkbox"/> Fictitious Name File -12/18/96-01018-002	***122.50	***122.50
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone ( )		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX ( ) pgs.		

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

FILED  
 96 DEC 18 AM 9:16  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
 RECEIVED  
 96 DEC 18 AM 8:35  
 DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

J C J W, INC.

FILED  
96 DEC 18 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, being natural person(s) competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME The name of the corporation shall be J C J W, INC..

ARTICLE II

NATURE OF BUSINESS The general nature of the business to be transacted by this corporation is:

1. To conduct business in, having one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real property and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.

2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, or transfers of corporate indebtedness as required.

3. To purchase the corporate assets of any other corporation engaged in same or other character of business.

4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of the capital stock of, or any bond securities, or other evidence of indebtedness created by this or any other corporation of the State of Florida or any other state or government, and while owner of such stock exercise all rights, powers, and privileges of ownership, including the right to vote such stock.

### ARTICLE III

CAPITAL STOCK The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 7,000 shares of common stock at a par value of One Dollar (\$1.00) per share.

### ARTICLE IV

INITIAL CAPITAL The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

### ARTICLE V

TERM OF EXISTENCE The corporation is to exist perpetually.

### ARTICLE VI

ADDRESS The initial address of the principal offices of the corporation is 1330-B N.W. 6th Street, Gainesville, Florida, 32601. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

### ARTICLE VII

DIRECTORS The corporation shall have three (3) Directors initially. The number of Directors may be increased or decreased from time to time by By-Laws adopted by the stockholders but shall never be less than one (1) or more than nine (9). The Directors shall be entitled to one vote on all matters appearing before them, unless an alternative method of voting is adopted unanimously by the Board.

### ARTICLE VIII

BOARD OF DIRECTORS The names and addresses of the members of the first Board of Directors to serve for the first year or until otherwise replaced according to the By-Laws adopted by the stockholders are:

JOSEPH WATTLEWORTH      19751 N.E. 87th Lane  
Williston, Florida 32696

NEELY WATTLEWORTH      19751 N.E. 87th Lane  
Williston, Florida 32696

FRANK P. SAIER      1330-B N.W. 6th Street

#### ARTICLE IX

SUBSCRIBER The name and address of the subscriber to these Articles of Incorporation is FRANK P. SAIER, 1330 N.W. 6th Street, Gainesville, Florida 32601.

#### ARTICLE X

REGISTERED AGENT AND REGISTERED ADDRESS FRANK P. SAIER, ESQ., whose address is 1330-B N.W. 6th Street, Gainesville, Florida 32601, is authorized to serve as the initial registered agent of the corporation to accept service of process as resident agent of the corporation.

#### ARTICLE XI

PRE-EMPTIVE RIGHTS Each shareholder of this corporation shall have a pre-emptive right to purchase additional shares of the corporation at any such time as the same are offered for sale by the corporation.

#### ARTICLE XII

BY-LAWS The Stockholders shall be authorized to adopt By-Laws, including therein a provision for replacement of loss or destroyed stock certificates; for a lien upon the stock for Stockholders' indebtedness to the corporation; that such By-Laws are not to be inconsistent with the laws of the State of Florida; that the By-Laws can be amended by the Stockholders of this corporation; and a provision that, by a Stockholder's agreement or by By-Laws, the corporation may restrict the transfer or encumbrance of any and all the stock.

#### ARTICLE XIII

AMENDMENTS These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be proposed by the Stockholders and approved by a Stockholders' meeting by a majority entitled to vote thereon, unless Stockholders sign a written statement manifesting their intent that certain Amendments of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has executed these  
Articles of Incorporation on this 11th day of December, 1996.

  
FRANK P. SAIER, Subscriber

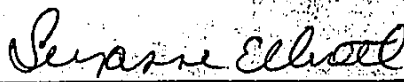
STATE OF FLORIDA  
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority personally appeared FRANK  
P. SAIER, to me known to be the person described in and who  
executed the foregoing Articles of Incorporation, and who  
acknowledged to and before me that he signed the same freely and  
voluntarily for the uses and purposes therein express.

WITNESS my hand and seal at Gainesville, Alachua County,  
Florida, this 11th day of December, 1996.



SUZANNE ELLIOTT  
MY COMMISSION # CC 487382  
EXPIRES Aug. 9, 1999

  
Notary Public, State of Florida  
My Commission Expires:

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That J C J W, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Gainesville, County of Alachua, State of Florida, has named FRANK P. SAIER, 1330-B N.W. 6th Street, Gainesville, Florida 32601, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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



FRANK P. SAIER, Resident Agent

FILED  
96 DEC 18 AM 9:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA