

P970000/2923

JERRY EDELBERG
J & G INC.
11321 ROCKINGHORSE ROAD
COOPER CITY, FLORIDA 33026
DECEMBER 16, 1996

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
409 E. GAINES STREET
TALLAHASSEE, FLORIDA 32399

800002034768--0
-12/20/96--01032--020
*****70.00 *****70.00

JERRY EDELBERG P.A.
RE: J & G INC.

GENTLEMEN;

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER
WITH A COPY OF SAID ARTICLES FOR ~~J & G INC.~~ AND OUR CHECK IN
THE AMOUNT OF \$70.00 AS FOLLOWS:

FILING FEE \$35.00
REGISTERED AGENT 35.00
TOTAL \$70.00

RESPECTFULLY SUBMITTED,

JERRY EDELBERG



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 27, 1996

JERRY EDELBERG
11321 ROCKINGHORSE RD
COOPER CITY, FL 33026

SUBJECT: J & G INC.
Ref. Number: W96000027066

Serry Edelberg P.A.

We have received your document for ~~J & G INC.~~ and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 196A00057478

Certificate of Incorporation

-of-

JERRY EDELBERG P.A.

FILED

97 FEB 10 PM 3:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statues of the said State of Florida.

ARTICLE I

The name of this corporation shall be:

JERRY EDELBERG P.A.

ARTICLE II

The corporation may engage in REAL ESTATE AND CONSULTING ACTIVITIES, as well as, any other legal business activity permitted under the laws of the United States and of the state of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock, having a par value of one (\$1.00) dollar per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than five hundred (\$500.00) dollars.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be :

11321 ROCKINGHORSE ROAD
COOPER CITY, FLORIDA 33026

ARTICLE VII

The number of Directors of this corporation shall be at least one (1).

ARTICLE VIII

The name and street address of the members of the first Board of Director of this Corporation are as follows:

JERRY EDELBERG	11321 ROCKINGHORSE ROAD
	COOPER CITY, FLORIDA 33026

ARTICLE IX

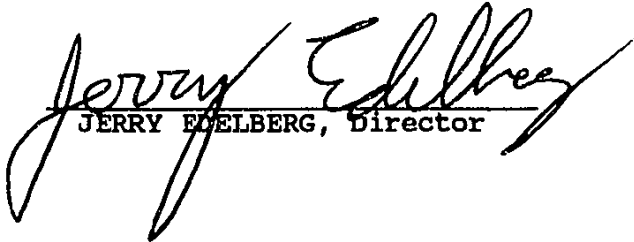
The name and street address of the persons signing these Articles of Incorporation as incorporator is as follows :

JERRY EDELBERG	11321 ROCKINGHORSE ROAD
	COOPER CITY, FLORIDA 33026

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.


In WITNESS WHEREOF, the undersigned, JERRY EDELBERG, being a natural persons competent to contract, have hereunto set their hands and seals this 4th day of FEBRUARY 1997.


JERRY EDELBERG, Director

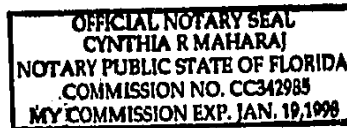
STATE OF FLORIDA
COUNTY OF Dade

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared JERRY EDELBERG known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they execute the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 4th day of FEBRUARY 1997.


Notary Public, State of Florida
My commission expires:

(Notary Seal)



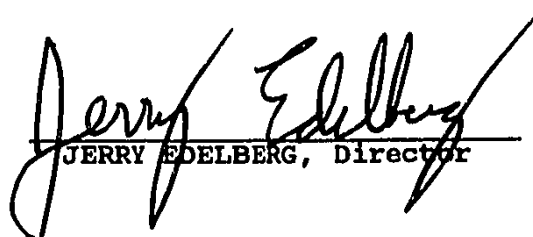
CERTIFICATE DESIGNATING PLACE OF BUSINESS DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

First: JERRY EDELBERG P.A. desiring to organize under the Laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation, in the City of COOPER CITY, County of BROWARD, state of Florida has named JERRY EDELBERG located at 11321 ROCKINGHORSE ROAD, COOPER CITY, FLORIDA 33026, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT

Having been named to accept services 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 provisions of said act relative to keeping open said office.


JERRY EDELBERG, Director